

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY MONTHLY FEE STATEMENT COVER SHEET
FOR THE PERIOD SEPTEMBER 1, 2023 THROUGH SEPTEMBER 30, 2023

In re BlockFi Inc., *et al.*¹

Applicant: Haynes and Boone, LLP

Case No. 22-19361 (MBK)

Client: Debtors and Debtors in Possession

Chapter 11

Case Filed: November 28, 2022

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

/s/ Richard S. Kanowitz October 27, 2023
RICHARD S. KANOWITZ Date

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors' service address is 100 Horizon Center Blvd., 1st and 2nd Floors, Hamilton, NJ 08691.

<p style="text-align: center;">SECTION I FEE SUMMARY</p>
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Summary of Amounts Requested for the Period
September 1, 2023 through September 30, 2023 (the “Compensation Period”)

Fee Total	\$1,349,105.50
Less: 15% Agreed Discount	<u>\$202,365.88</u>
Total Fees Requested	\$1,146,739.62
Disbursements Total	<u>\$10,738.28</u>
Total Fees Plus Disbursements	\$1,157,477.90

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$11,587,620.32
Total Fees and Expenses Allowed to Date:	\$6,033,595.90
Total Retainer Remaining:	\$750,000.00
Total Holdback:	\$899,910.69
Total Received by Applicant:	\$9,725,983.77

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Richard D. Anigian Partner	1985	103.9	\$1,200.00	\$124,680.00
Nick Bunch Partner	2005	0.9	\$900.00	\$810.00
David Clark Partner	2010	0.5	\$850.00	\$425.00
Eli Columbus Partner	2000	3.3	\$1,050.00	\$3,465.00
Mark Erickson Partner	1982	0.6	\$1,050.00	\$630.00
Matt Ferris Partner	2004	167.7	\$1,000.00	\$167,700.00
Brad Foster Partner	1990	5.4	\$1,100.00	\$5,940.00
Matthew Frankle Partner	2000	43.4	\$1,150.00	\$49,910.00
Aimee Furness Partner	2000	150.7	\$1,000.00	\$150,700.00
Alexander Grishman Partner	2006	28.3	\$1,075.00	\$30,422.50
Jason Habinsky Partner	1996	1.0	\$975.00	\$975.00
Charlie M. Jones Partner	2008	4.2	\$1,000.00	\$4,200.00
Glenn Kangisser Partner	2005	2.3	\$880.00	\$2,024.00
Richard Kanowitz Partner	1992	206.0	\$1,400.00	\$288,400.00
J. Frasher Murphy Partner	1999	109.6	\$1,100.00	\$120,560.00
Leslie C. Thorne Partner	2004	3.7	\$1,100.00	\$4,070.00
Annie Allison Associate	2014	0.2	\$800.00	\$160.00
Jordan Chavez Associate	2018	145.3	\$775.00	\$112,607.50
Ethan Kerstein Associate	2019	2.5	\$730.00	\$1,825.00
Joe Pinto Associate	2022	2.6	\$550.00	\$1,430.00
Brian Singleterry Associate	2015	40.4	\$730.00	\$29,492.00

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Lauren Sisson Associate	2018	165.4	\$710.00	\$117,434.00
Tom Zavala Associate	2019	143.6	\$730.00	\$104,828.00
Kim Morzak Paralegal	N/A	44.0	\$525.00	\$23,100.00
Christina Rodriguez Paralegal	N/A	0.2	\$450.00	\$90.00
Ken Rusinko Paralegal	N/A	2.8	\$525.00	\$1,470.00
DiAnna Gaeta Discovery Project Manager	N/A	3.7	\$475.00	\$1,757.50
TOTALS		1382.2		\$1,349,105.50

**SECTION II
SUMMARY OF SERVICES**

Services Rendered	Hours	Fees
Asset Analysis	14.8	\$15,430.00
Bid Procedures & Sale Process	9.3	\$7,962.00
Business Operations	15.8	\$17,417.50
Case Administration	5.7	\$4,802.50
Claims Administration & Objections	63.7	\$51,482.00
Fee/Employment Applications	61.0	\$44,467.50
Contested Matters	37.8	\$32,317.00
Plan & Disclosure Statement	125.9	\$139,445.50
General Litigation	23.7	\$22,234.50
Hearings and Court Matters	63.1	\$71,606.00
Insurance & Surety Matters	1.3	\$1,430.00
SOFAs and Schedules	4.2	\$3,737.00
Emergent Proceedings	21.3	\$21,739.50
FTX/Alameda Proceedings	155.1	\$160,420.00
Travel Time	0.8	\$568.00
International Issues	24.3	\$29,400.00
Executory Contracts & Unexpired Leases	1.0	\$710.00
Corporate Governance/Securities/Board Matters	5.9	\$6,885.00
Reporting	3.6	\$3,027.50
Communications with Creditors	41.8	\$37,951.50
Trademark Issues	0.2	\$160.00
Core Scientific Issues	40.7	\$42,737.50
Class Action Lawsuits	6.6	\$8,110.00
Three Arrows Proceedings / Claims	415.8	\$411,948.50
BlockFi Wallet	1.8	\$1,860.00
Digistar Recovery	148.3	\$131,575.00
Vrai Nom Litigation	88.7	\$79,681.50
SERVICES TOTALS		\$1,349,105.50
Less: 15% Agreed Discount		(\$202,365.88)
TOTAL REQUESTED FEES	1,382.2	\$1,146,739.62

**SECTION III
SUMMARY OF DISBURSEMENTS**

Disbursements	Amount
Document Retrievals	\$97.97
Federal Express	\$25.43
Filing Fee Expense	\$76.23
Hotel Expense	\$536.63
Lexis	300.60
Meals & Entertainment	\$75.73
Mileage	\$32.00
Pacer Service Center	\$23.70
Professional Service Expense	\$251.15
Transcripts and Tapes of Hearings	\$342.00
Travel Expense	\$190.82
Trial prep/Tech time	\$570.50
Westlaw	\$8,190.52
Wire Transfer Fee	\$25.00
DISBURSEMENTS TOTAL	\$10,738.28

**SECTION IV
CASE HISTORY**

- (1) Date cases filed: November 28, 2022
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: January 25, 2023, *nunc pro tunc* to November 28, 2022. See **Exhibit A**.

If limit on number of hours or other limitations to retention, set forth: n/a
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:²
 - (a) The Applicant continued coordination with the Department of Justice with respect to the shares at issue in the adversary proceeding against Emergent and the FTX/Emergent chapter 11 cases. The Applicant also reviewed and conducted a thorough analysis of the claims filed by the FTX debtors in these Chapter 11 Cases. Further, the Applicant assisted the Debtors in responding to Disclosure Statement and Plan confirmation objections by the FTX debtors and negotiated a stipulation with the FTX debtors resolving the bulk of FTX's affirmative claims against the Debtors.
 - (b) The Applicant continued prosecuting and negotiating certain contested matters and plan treatment in Core Scientific pending chapter 11 case in the USBC: SDTX, Case No. 22-90341.
 - (c) The Applicant continued coordination with the joint provisional liquidators of BlockFi International and its counsel in connection with the company's wind-up petition pending in the Supreme Court of Bermuda and the Plan in the Chapter 11 Cases.
 - (d) The Applicant negotiated with multiple governmental agencies, including the Department of Justice and state authorities, on the Debtors' regulatory requirements, including the government's seizure warrants and licensing requirements.
 - (e) The Applicant participated in numerous, extensive formal and informal negotiations with the Debtors' other advisors, the Committee and other parties in interest relating to the Debtors' Chapter 11 Cases, the Plan, and matters

² The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of the Debtors and for the benefit of the estates; it is not intended to itemize each and every professional service which the Applicant performed.

concerning the administration of the Debtors' estates, including but not limited to wallet withdrawals and certain of the matters indicated herein.

- (f) The Applicant coordinated with the Debtors' other advisors and assisted with revising the Plan and Disclosure Statement and addressing objections to confirmation of the Plan and final approval of the Disclosure Statement.
- (g) The Applicant coordinated with the Debtors' other advisors and assisted in preparing the Plan Supplement documents.
- (h) The Applicant assisted the Debtors and their other advisors in preparing for the hearing on and obtaining confirmation of the Plan.
- (i) The Applicant maintained extensive communication with the Debtors' large client base to answer inquiries related to the Chapter 11 Cases, including inquiries related to wallet withdrawals, Plan treatment, and the claims reconciliation process.
- (j) The Applicant reviewed various executory contracts of the Debtors and assisted the Debtors with rejecting certain contracts that were burdensome to the estates. The Applicant also assisted in preparing to assume certain contracts necessary to carry out the Plan.
- (k) The Applicant reviewed filed claims and prepared strategies, analyses, objections, and, when necessary, filed adversary proceedings with respect to same.
- (l) The Applicant prepared responsive pleadings to motions filed by Three Arrows Capital, Ltd. ("Three Arrows") in which Three Arrows sought to lift the automatic stay and seek consolidation of various claims against BlockFi and other cryptocurrency debtors. The Applicant also prepared and submitted discovery requests to Three Arrows and prepared responsive production and objections to discovery from Three Arrows.
- (m) The Applicant rendered all other services set forth on the invoices attached hereto as **Exhibit B**.³

³ The invoices attached hereto as Exhibit B contain detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period. These invoices have been redacted to protect attorney-client privileged communications, descriptions of attorney research, and attorney-created materials under the work-product doctrine.

- (5) Anticipated distribution to creditors:
 - (a) Administrative expense: Paid in full.
 - (b) Secured creditors: N/A
 - (c) Priority creditors: To be paid in accordance with the *Third Amended Joint Chapter 11 Plan of BlockFi Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 1309 as modified by Docket Nos. 1564 and 1609] (the “Plan”).
 - (d) General unsecured creditors: To be paid in accordance with the Plan.
- (6) Final disposition of case and percentage of dividend paid to creditors: This is the tenth monthly fee statement. Final dividend percentages are unknown at this time.

Exhibit A

Retention Order



Order Filed on January 24, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

COLE SCHOTZ P.C.

Michael D. Sirota, Esq. (NJ Bar No. 014321986)
Warren A. Usatine, Esq. (NJ Bar No. 025881995)
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KIRKLAND & ELLIS LLP

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Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
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jsussberg@kirkland.com
christine.okike@kirkland.com

HAYNES AND BOONE, LLP

Richard S. Kanowitz, Esq. (NJ Bar No. 047911992)
Kenric D. Kattner, Esq. (admitted *pro hac vice*)
30 Rockefeller Plaza, 26th Floor
New York, New York 10112
(212) 659-7300
richard.kanowitz@haynesboone.com
kenric.kattner@haynesboone.com

Proposed Attorneys for Debtors and Debtors in Possession

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

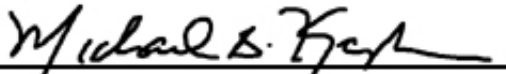
Chapter 11
Case No. 22-19361 (MBK)
(Jointly Administered)

**ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES
AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through seven (7) is

ORDERED.

DATED: January 24, 2023


Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Upon consideration of the application (the “Application”)¹ of BlockFi Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the “Debtors”), pursuant to sections 327(a), 329, and 330 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, authorizing the Debtors to employ and retain Haynes and Boone, LLP (“Haynes and Boone”) as their bankruptcy co-counsel in these proceedings effective as of the Petition Date; and the Court having jurisdiction to decide the Application and the relief requested therein in accordance with 28. U.S.C. §§ 157 and 1334 and the Standing Order of Reference to the Bankruptcy Court Under Title 11 of the United States District Court for the District of New Jersey, dated September 18, 2012 (Simandle, C.J.); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Application having been given as provided in the Application, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice of the Application need be provided; and upon the Declarations of Richard Kanowitz, Esq. and Zachary Prince in support thereof; and the Court being satisfied that Haynes and Boone does not hold or represent any interest adverse to the Debtors, their estates, or their creditors, and is a disinterested person within the meaning of sections 327 and 101(14) of the Bankruptcy Code, and that said employment would be in the best interest of the Debtors and their respective estates, and that the legal and factual bases set forth in the Application establish just

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** to the extent set forth herein.
2. In accordance with sections 327(a), 329, and 330 of the Bankruptcy Code, the Debtors are hereby authorized and empowered to employ and retain Haynes and Boone as their bankruptcy co-counsel in these Chapter 11 Cases effective as of the Petition Date.
3. Any and all compensation to be paid to Haynes and Boone for services rendered on the Debtors' behalf shall be fixed by application to this Court in accordance with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may then be applicable, and any orders entered in these cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred. Haynes and Boone also shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the "U.S. Trustee Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Haynes and Boone in the Chapter 11 Cases.
4. The Debtors are authorized to take all actions necessary to carry out this Order.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

5. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Haynes and Boone shall coordinate with Cole Schotz, P.C., Kirkland & Ellis LLP, Kirkland & Ellis International LLP, and any additional firms the Debtors retain regarding their respective responsibilities in these Chapter 11 Cases. As such, Haynes and Boone shall use its best efforts to avoid duplication of services provided by any of the Debtors' other retained professionals in these Chapter 11 Cases.

6. Prior to applying any increases in its hourly rates beyond the rates set forth in the Application, Haynes and Boone shall provide ten (10) business days' prior notice of any such increases to the Debtors, the United States Trustee, and any official committee appointed in the Debtors' Chapter 11 Cases, which shall set forth the requested rate increase and explain the basis for the requested rate increase, and shall file such notice with the Court. All parties-in-interest retain all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

7. Haynes and Boone (i) shall only bill 50% for non-working travel; (ii) shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any of Haynes and Boone's fee applications in this case; (iii) shall use billing and expense categories that include those set forth in the US Trustee Guidelines (Exhibit D-1 "Summary of Compensation Requested by Project Category"); and (iv) shall provide any and all monthly fee

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

statements, interim fee applications, and final fee applications in “LEDES” format to the United States Trustee.

8. Upon entry of a Final Order on the Motion to Redact all Personally Identifiable Information [Docket No. 4] (the “Redaction Motion”), Haynes and Boone will disclose the information that the Court orders to be unredacted, if any, through a supplemental declaration. Further, if the Court denies the Motion to Seal Confidential Transaction Parties on the Retention Applications [Docket No. 127], Haynes and Boone will, through a supplemental declaration, disclose the identities of all counterparties that were filed under seal, and the connections of Haynes and Boone to such potential counterparties.

9. Notwithstanding anything in the Application or the Kanowitz Declarations to the contrary, Haynes and Boone shall seek reimbursement from the Debtors’ estates for its engagement-related expenses at the firm’s actual cost paid.

10. Notwithstanding anything in the Application and the Kanowitz Declarations to the contrary, Haynes and Boone shall (i) to the extent that Haynes and Boone uses the services of independent contractors (collectively, the “Contractors”) in these cases, pass through the cost of such Contractors at the same rate that Haynes and Boone pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Haynes and Boone; (iv) file with the Court such disclosures required by Bankruptcy Rule 2014; and (v) attach any such Contractor invoices to its monthly fee statements, interim fee applications and/or final fee applications filed in these Chapter 11 Cases.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

11. Notwithstanding anything in the Application and Kanowitz Declarations to the contrary, all parties-in-interest reserve the right to object to any application for the payment of pre-petition fees to the extent those fees are not specifically related to the preparation and the filing of the Debtors' Chapter 11 Cases.

12. No agreement or understanding exists between Haynes and Boone and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these Chapter 11 Cases, nor shall Haynes and Boone share or agree to share compensation received for services rendered in connection with these Chapter 11 Cases with any other person other than as permitted by Bankruptcy Code section 504.

13. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, the \$750,000 retainer balance as of the petition date is a security retainer and may be held during the Chapter 11 Cases and applied upon order of the Court after approval of a final fee application.

14. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these Chapter 11 Cases, any reference to arbitration shall not be applicable. The Court shall have exclusive jurisdiction over Haynes and Boone's engagement during the pendency of these Chapter 11 Cases.

15. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Chapter 11 Cases, termination of Haynes and Boone will only be allowed upon entry of an Order by the Court.

16. The Debtors are authorized to take all actions necessary to carry out this Order.

17. To the extent the Application, the Kanowitz Declarations, or any engagement agreement pertaining to this retention is inconsistent with this Order, the terms of this Order shall govern.

18. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Exhibit B

September 1, 2023 – September 30, 2023 Invoices

HAYNES BOONE

Invoice Number: 21614805
Invoice Date: October 26, 2023
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$15,430.00
Adjustment (15% Discount)	\$ (2,314.50)
Total Adjusted Fees	\$13,115.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$13,115.50
Total Invoice Balance Due	USD \$13,115.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614805** • Client Number **0063320.00002** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614805
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 3

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Matt Ferris	Review and analysis of JV matters (1.2); correspond with BlockFi and JV teams regarding same (.3).	1.50
09/04/23	Matt Ferris	Review and analysis of JV matters (1.2); review and respond to correspondence to/from BlockFi team regarding same and next steps (.5).	1.70
09/05/23	Matt Ferris	Further review and analysis of JV matters (.9); correspond with BlockFi team regarding same (.2).	1.10
09/05/23	Matt Ferris	Call with BlockFi team regarding institutional loan matters.	0.30
09/05/23	Matthew Frankle	Participate on institutional loan call with BlockFi.	0.30
09/08/23	Matt Ferris	Review and consideration of status, open issues, and next steps with respect to pending institutional loan enforcement proceedings (.9); correspond with BlockFi team regarding same (.5).	1.40
09/11/23	Matt Ferris	Review and consideration of status and next steps with respect to pending institutional loan enforcement proceedings (1.0); correspond with BlockFi team regarding same (.4).	1.40
09/12/23	Matt Ferris	Prepare for and participate in institutional loan status update call with BlockFi team.	1.00
09/12/23	Matthew Frankle	Review and analysis of outstanding matters concerning institutional loans.	0.20
09/12/23	Matthew Frankle	Institutional loan call with BlockFi business and legal.	1.00
09/18/23	Matthew Frankle	Review of potential settlement/restructuring with [REDACTED] (.2); call with BlockFi on same (.2).	0.40
09/19/23	Matt Ferris	Review and consideration of status and next steps with respect to pending loan enforcement proceedings (.6); prepare for and participate in institutional loan status update call with BlockFi team (.3); review and comment on revised draft of loan tracker (.2).	1.10
09/19/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team regarding [REDACTED] loan matters.	0.50
09/19/23	Matthew Frankle	Participate in update call with BlockFi Institutions (.3); prepare revisions to tracking chart regarding loans (.4).	0.70
09/19/23	Matthew Frankle	Review of letter from [REDACTED] regarding confidentiality provisions (.3); discussion with CEO of [REDACTED] on potential restructure (.5).	0.80

Invoice Number: 21614805
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/22/23	Matthew Frankle	Call with [REDACTED] on potential restructuring (.5); follow up call with BlockFi regarding same (.3).	0.80
09/26/23	Matt Ferris	Prepare for (.2) and participate in institutional loan status update call with BlockFi team (.4).	0.60

Chargeable Hours 14.80

Total Fees \$15,430.00

Adjustment (15% Discount) \$ (2,314.50)

Total Adjusted Fees \$13,115.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Ferris	10.60	\$1,000.00	\$10,600.00
Matthew Frankle	4.20	\$1,150.00	<u>\$4,830.00</u>
Total Professional Summary			\$15,430.00

Total Fees, Expenses and Charges \$13,115.50

Total Amount Due USD \$13,115.50

HAYNES BOONE

Invoice Number: 21614806
Invoice Date: October 26, 2023
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$7,962.00
Adjustment (15% Discount)	\$ (1,194.30)
Total Adjusted Fees	\$6,767.70
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$6,767.70
Total Invoice Balance Due	USD \$6,767.70

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614806** • Client Number **0063320.00003** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614806
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 3

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning escrow settlement with US Farms for purchase of defective mining equipment.	0.30
09/05/23	Matt Ferris	Review and comment on revised draft of US Farms 9019 motion.	0.50
09/06/23	Matt Ferris	Review and comment on revised draft of US Farms 9019 motion (.3); correspond with BlockFi team regarding same (.2).	0.50
09/06/23	Tom Zavala	Review 9019 motion to approve US Farms settlement agreement (.4); conference with BlockFi legal team and opposing counsel regarding same (.2).	0.60
09/07/23	Matt Ferris	Review and respond to correspondence to/from US Farms, BlockFi team, UCC, and JPLs regarding US Farms 9019 motion and related matters.	0.60
09/07/23	Tom Zavala	Communicate with client, Committee, BlockFi legal teams and JPLs regarding rule 9019 motion to approve US Farms settlement agreement (.8); review bankruptcy rules and local rules governing certifications in support of settlement (.4).	1.20
09/08/23	Matt Ferris	Finalize US Farms 9019 motion and supporting documents.	0.60
09/08/23	Tom Zavala	Draft certification in support of US Farms Rule 9019 motion.	2.40
09/11/23	Matt Ferris	Review, revise and finalize motion to approve settlement with US Farms and certification in support (.6); review filed versions of pleadings (.2); correspond with BlockFi team regarding same and next steps (.3).	1.10
09/11/23	Tom Zavala	Review and revise US Farms Rule 9019 motion and certification in support (1.0); correspondence with BlockFi legal teams regarding same (.2).	1.20
09/12/23	Matt Ferris	Review and respond to correspondence to/from US Farms' counsel regarding filed settlement motion and hearing on same.	0.30

Chargeable Hours 9.30

Total Fees	\$7,962.00
Adjustment (15% Discount)	\$ (1,194.30)
Total Adjusted Fees	\$6,767.70

Invoice Number: 21614806
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Ferris	3.60	\$1,000.00	\$3,600.00
Richard Kanowitz	0.30	\$1,400.00	\$420.00
Tom Zavala	5.40	\$730.00	<u>\$3,942.00</u>
Total Professional Summary			\$7,962.00

Total Fees, Expenses and Charges **\$6,767.70**

Total Amount Due **USD \$6,767.70**

HAYNES BOONE

Invoice Number: 21614807
Invoice Date: October 26, 2023
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$17,417.50
Adjustment (15% Discount)	\$ (2,612.63)
Total Adjusted Fees	\$14,804.87
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$14,804.87
Total Invoice Balance Due	USD \$14,804.87

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614807** • Client Number **0063320.00005** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614807
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 4

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Matthew Frankle	Draft bullet point analysis for JV team and local counsel regarding mitigation of damages regarding [REDACTED]	0.50
09/01/23	Matthew Frankle	Attend call with BlockFi JV team and local counsel regarding [REDACTED]	2.00
09/05/23	Matthew Frankle	Preparation and review of materials provided for outstanding amounts regarding [REDACTED] (.7); call with BlockFi Legal and JV Team to analyze [REDACTED] (.8); call with local counsel on [REDACTED] (1.0).	2.50
09/06/23	Richard Kanowitz	Review and respond to emails to/from UCC advisors, BRG and BlockFi legal teams concerning request of UCC chairpersons for legal update and budget matters	0.20
09/08/23	Richard Kanowitz	Review and respond to emails to/from M3, BRG and BlockFi advisors concerning estate professional work streams and budget compliance for August	0.60
09/13/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team regarding JV matters.	0.40
09/14/23	Jordan Chavez	Correspond with Mr. Nonaka regarding regulatory report (.1); review and analyze correspondence from institutional loan borrower regarding settlement (.2); correspond with BlockFi regarding same (.1).	0.40
09/14/23	Matt Ferris	Participate in conference call with BlockFi and JV teams regarding tenant defaults and strategy development with respect to same (1.0); follow up correspondence with BlockFi team regarding same (.4).	1.40
09/14/23	Matthew Frankle	Call with BlockFi legal and JV team regarding approach to [REDACTED]	1.00
09/15/23	Matt Ferris	Participate in conference call with local counsel regarding [REDACTED]	0.50
09/15/23	Matthew Frankle	Confer with local counsel regarding strategy concerning [REDACTED]	0.50
09/18/23	Richard Kanowitz	Prepare for and conduct conference call with counsel for Kroll concerning update on PII security breach on BlockFi creditors.	0.40
09/19/23	Matthew Frankle	Call with JV team and local counsel concerning [REDACTED]	1.00
09/22/23	Matthew Frankle	Review Security Service Agreement for the JV.	0.20

Invoice Number: 21614807
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/25/23	Matthew Frankle	Review security contract for independent contractor.	0.20
09/25/23	Matthew Frankle	Review notice from [REDACTED] regarding [REDACTED]	0.40
09/26/23	Matt Ferris	Prepare for and participate in conference call with BlockFi team regarding JV tenant issues.	0.50
09/26/23	Matthew Frankle	Call with BlockFi team regarding litigation strategy for JV.	0.50
09/26/23	Jason Habinsky	Draft revisions to consulting agreement.	1.00
09/27/23	Jordan Chavez	Review and analyze ordinary course professional invoice (.1); correspond with committee and trustee regarding same (.1).	0.20
09/27/23	Matt Ferris	Participate in call with BlockFi team and local counsel regarding JV tenant defaults and potential remedies.	0.50
09/27/23	Matthew Frankle	Review and analyze indemnification language regarding security contract.	0.30
09/29/23	Jordan Chavez	Review and analyze OCP invoices (.2); correspond with committee counsel and trustee regarding same (.1).	0.30
09/30/23	Matt Ferris	Review and analysis of correspondence from [REDACTED] to JV.	0.30

Chargeable Hours 15.80

Total Fees	\$17,417.50
Adjustment (15% Discount)	\$ (2,612.63)
Total Adjusted Fees	\$14,804.87

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Jason Habinsky	1.00	\$975.00	\$975.00
Matt Ferris	3.60	\$1,000.00	\$3,600.00
Matthew Frankle	9.10	\$1,150.00	\$10,465.00
Richard Kanowitz	1.20	\$1,400.00	\$1,680.00
Jordan Chavez	0.90	\$775.00	\$697.50
Total Professional Summary			\$17,417.50

Total Fees, Expenses and Charges \$14,804.87

Invoice Number: 21614807
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 4

Total Amount Due

USD \$14,804.87

HAYNES BOONE

Invoice Number: 21614808
Invoice Date: October 26, 2023
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$4,802.50
Adjustment (15% Discount)	\$ (720.38)
Total Adjusted Fees	\$4,082.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$4,082.12
Total Invoice Balance Due	USD \$4,082.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614808** • Client Number **0063320.00006** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614808
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 3

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/05/23	Kimberly Morzak	Review and upload order on 7th omnibus claims objection to database.	0.10
09/05/23	Christina T. Rodriguez	Order Delaware Certificate of Good Standing of BlockFi Inc.	0.20
09/06/23	Kimberly Morzak	Review entered order on conversion of trade only wallet assets and upload to database.	0.20
09/06/23	J. Frasher Murphy	Review updated case docket report and recently entered orders and filed pleadings.	0.60
09/11/23	Kimberly Morzak	Review entered fifth omnibus rejection order and upload to database.	0.20
09/11/23	J. Frasher Murphy	Review updated case docket report and recently filed notices and entered orders.	0.40
09/12/23	Jordan Chavez	Coordinate hearing logistics with Cole Schotz for responses to chambers.	0.20
09/12/23	J. Frasher Murphy	Review recently filed pleadings, notices, and entered orders.	0.60
09/15/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings.	0.40
09/15/23	J. Frasher Murphy	Review updated case docket report and recently entered pleadings, notices, and orders.	0.60
09/19/23	Kimberly Morzak	Review entered order extending exclusivity periods and upload to database.	0.20
09/19/23	Kenneth J. Rusinko	Review Order extending exclusivity (.2); correspond with R. Anigian regarding hearing on 9-20-23, obtain and circulate zoom link for same (.2).	0.40
09/21/23	Kimberly Morzak	Review recently entered orders and upload to database.	0.30
09/21/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.40
09/21/23	Kenneth J. Rusinko	Review several notices relating to upcoming hearings and notify team (.2); confer with R. Anigian and L. Sisson in preparation for remote hearing (.2).	0.40
09/25/23	Kimberly Morzak	Review entered order on 7th omnibus claims objection and upload same to database.	0.10
09/26/23	Kimberly Morzak	Communications with court reporter to obtain copy of Genesis hearing transcript.	0.20
09/29/23	Jordan Chavez	Correspond with debtor and committee professionals regarding workstream coordination.	0.20

Invoice Number: 21614808
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 3

Chargeable Hours 5.70

Total Fees	\$4,802.50
Adjustment (15% Discount)	\$ (720.38)
Total Adjusted Fees	\$4,082.12

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	3.00	\$1,100.00	\$3,300.00
Jordan Chavez	0.40	\$775.00	\$310.00
Christina T. Rodriguez	0.20	\$450.00	\$90.00
Kenneth J. Rusinko	0.80	\$525.00	\$420.00
Kimberly Morzak	1.30	\$525.00	\$682.50
Total Professional Summary			\$4,802.50

Total Fees, Expenses and Charges	\$4,082.12
Total Amount Due	USD \$4,082.12

HAYNES BOONE

Invoice Number: 21614809
Invoice Date: October 26, 2023
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$51,482.00
Adjustment (15% Discount)	\$ (7,722.30)
Total Adjusted Fees	\$43,759.70
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$43,759.70
Total Invoice Balance Due	USD \$43,759.70

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614809** • Client Number **0063320.00007** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614809
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 6

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Jordan Chavez	Correspond with BlockFi regarding omnibus claim objections.	0.80
09/01/23	Lauren Sisson	Prepare notice, objection, certification, proposed order, and redacted and unredacted schedule for 10th omnibus objection (.9); finalize and prepare same for filing (.1).	1.00
09/01/23	Lauren Sisson	Review and analyze exhibit to omnibus objection 11 containing 700+ claims (2.8); review multiple claims and addendums submitted by claimant (.5); correspond with client, BRG, and Kroll regarding same (1.9).	5.20
09/03/23	Lauren Sisson	Review and circulate 11th omnibus revised exhibit to UCC and M3.	0.90
09/04/23	Lauren Sisson	Prepare notice, objection, certification, proposed order, and exhibit for filing and send to local counsel (1.2); correspond with Kroll regarding service (.2); draft summary and calculation of claims for claimant with 8 claims on omnibus objection (1.2); correspondence with opposing counsel regarding same (.1).	2.70
09/05/23	Aimee M. Furness	Review and revise Motion to Quash Cotrim 2004 Subpoena (.3); correspondence regarding same (.3).	0.60
09/05/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC advisors concerning 11th omnibus objection to claims and related matters	0.40
09/05/23	Kimberly Morzak	Review 11th omnibus claims objection and calendar response deadline for same.	0.20
09/05/23	J. Frasher Murphy	Review and draft revisions to Motion to Quash Cotrim 2004 subpoena (.6); analysis of substantive and procedural arguments in connection with same (.4); review correspondence from Arch's counsel regarding Plan language and document request (.4); analysis and strategy development regarding response to same (.6); review and analyze 11th Omnibus objection to claims (.5); review Order granting 7th omnibus claim objection (.3).	2.80
09/05/23	Lauren Sisson	Strategy development and legal analysis of issues regarding upcoming claim objections (.6); call with counsel for creditor on 11th omnibus objection (.4); correspond with client and Kroll on claim objections and proposed orders (.4).	1.40
09/06/23	Alexander Grishman	Review 11th omnibus claims objection.	0.80

Invoice Number: 21614809
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/06/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC advisors concerning amended 11th omnibus objection to claims and related matters.	0.30
09/06/23	J. Frasher Murphy	Review and analyze wallet preference data in connection with Arch data requests (.5); emails with BRG team regarding same (.2).	0.70
09/06/23	Lauren Sisson	Draft amended 11th omnibus objection to claims (.6); correspond with Kroll and local counsel regarding filing and service of same (.5); finalize same for filing (.2); correspond with UCC and BlockFi legal team regarding same (.4).	1.70
09/07/23	J. Frasher Murphy	Review and analyze plan/confirmation order language to address bonds (.8); communications with counsel for bond creditors regarding same (.3); emails with BlockFi financial and legal teams regarding bond claims and related plan matters (.4).	1.50
09/08/23	Jordan Chavez	Correspond with Kroll regarding omnibus claim objection service.	0.20
09/08/23	Richard Kanowitz	Review and analyze notices and pleadings filed in connection with George Gerro appeal of 4th omnibus objection to claims expunging George Gerro claim in full.	0.40
09/08/23	J. Frasher Murphy	Review claims register in connection with creditor inquiry regarding classification and treatment of claims.	0.30
09/11/23	Lauren Sisson	Correspondence with client on post-hearing modified orders for claim objections and current adjournments (.4); review proofs of claim, schedules, and proposed modifications to respond to creditor inquiries (.8).	1.20
09/12/23	Lauren Sisson	Correspondence with counsel for creditors on 7th and 11th omnibus objections (.6); correspondence with Kroll and client on modifying registry per order on 7th omnibus objection (.3); review proofs of claim, scheduled amounts, and objection exhibits to address creditor inquiries (.7).	1.60
09/13/23	Aimee M. Furness	Review response to objection to claim (Cotrim) and factual analysis regarding same.	0.50
09/13/23	Richard Kanowitz	Review and analyze response of Wilson Cotrim to 7th omnibus objection to claims.	0.70
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning BlockFi reply to allegations contained in response of Wilson Cotrim to 7th omnibus objection to claims.	0.40
09/13/23	Lauren Sisson	Review and analyze response filed by creditor on 7th omnibus objection to claims (1.0); correspondence with client regarding same (.7); discussion with opposing counsel on same (.8).	2.50

Invoice Number: 21614809
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/13/23	Lauren Sisson	Research [REDACTED] (1.3); correspondence with client regarding creditor responses to 7th omnibus objection to claims (.4); correspondence with Kroll regarding registry update (.3); correspondence with opposing counsel regarding claim objection response deadline (.2).	2.20
09/14/23	Richard Kanowitz	Review and analyze notices and pleadings filed by John Van Tubergen in connection with 11th omnibus objection seeking to expunge Van Tubergen claims in full.	0.60
09/14/23	J. Frasher Murphy	Strategy development in connection with Cotrim claim and objection to same.	0.40
09/14/23	Lauren Sisson	Review and analyze response, certification, and exhibits from creditor on 7th omnibus objection to claims (1.2); correspond with opposing counsel on same to request unredacted documents and meet and confer (.4).	1.60
09/15/23	Aimee M. Furness	Analysis and strategy development related to Cotrim claim.	0.30
09/15/23	Richard Kanowitz	Review and respond to emails to/from Kroll and BlockFi legal and financial teams concerning updated claims register and related analysis of pending matters.	0.30
09/15/23	Lauren Sisson	Call with client on upcoming claim objections and responses to 7th omnibus (1.0); prepare summary of documents to use as evidence for hearing on objections (.4); call with opposing counsel on claim objection response (.5); correspondence with Kroll on service of 7th omnibus to creditor (.3).	2.20
09/15/23	Lauren Sisson	Review proofs of claim, scheduled claims, and proposed modifications to claims to respond to creditor inquiries (.8); summarize objections to claims (.6); analyze reply to creditor response to claim objection (.4); correspond with opposing counsel for claim objections regarding adjournment and other issues (.6).	2.40
09/18/23	Lauren Sisson	Correspondence with client and UCC regarding claim capping motion (.6); correspondence with local counsel on adjournment of claims objections on 9/26 hearing (.3); correspond with client regarding objections on 11th omnibus (.5); review proofs of claim, scheduled claims, and claim objection for various creditor inquiries (.9).	2.30
09/19/23	Lauren Sisson	Correspondence with opposing counsel on claim objection adjournments and document exchange (.4); correspondence with creditor counsel and client on scheduling of claim (.4); participate in call with UCC and client on claim capping motion (.5); review proofs of claim, scheduled amounts, and claim objections to address creditor inquiries (.6); review documents produced by opposing counsel concerning claim objection (.6).	2.50
09/19/23	Lauren Sisson	Review and analyze claim list provided by Kroll of unliquidated and \$0 value claims for claim capping motion (1.1); correspond with client on same (.2).	1.30

Invoice Number: 21614809
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

October 26, 2023
Page 5 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/20/23	Lauren Sisson	Review proofs of claim, scheduled amount, and objection exhibit to prepare responses to various creditor inquiries (1.3); review client documentation regarding loan collateral liquidations for claim objection reply (.9); correspondence with client on loan collateral issues (.6).	2.80
09/21/23	Lauren Sisson	Correspondence with client regarding late-filed claims (.4); review and analyze proofs of claim, scheduled claims, and objection exhibit in preparation for addressing creditor inquiries (.8); prepare final order for submission to court of adjourned claims from 7th omnibus objection (.6); correspondence with client and Kroll concerning registry update pertaining to satisfaction of claim (.2); analysis of updated spreadsheet of claims for capping motion (.6).	2.60
09/21/23	Tom Zavala	Review and respond to inquiries from clients regarding status of claims.	0.30
09/22/23	Richard Kanowitz	Review and analyze notices of transfer of claims to Faroe Services.	0.70
09/22/23	Lauren Sisson	Begin review of client emails between BlockFi employees and creditor on liquidations, loan terms, and other related matters (1.8); correspondence with client regarding same (.2).	2.00
09/24/23	Lauren Sisson	Review and summarize claim objection for creditor filing confirmation objection.	0.50
09/25/23	Lauren Sisson	Review proofs of claim, scheduled claims, and objection exhibit to prepare responses to creditor inquiries (1.1); correspondence with opposing counsel on response to claim objection and request for sur-reply (.3); correspondence with Kroll regarding 10th and 11th omnibus objections (.3); review and analyze spreadsheet detailing same (.7).	2.40
09/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and counsel to UCC concerning joinder to BlockFi objection to John Lymn and other pending claim objections.	0.40
09/27/23	Lauren Sisson	Correspondence with counsel for creditor on 7th omnibus objection (.2); correspondence with UCC on claim objection joinder (.2); review and analyze proofs of claim, scheduled claims, and omnibus objections to prepare response to creditor inquiries (1.3); correspondence with client concerning on claim objections (.6).	2.30
09/28/23	Richard Kanowitz	Review and analyze notices of claim transfers to Faroe Services, LLC.	0.30
09/28/23	Lauren Sisson	Correspondence with client regarding claim objections (.3); review proofs of claim, scheduled claims, and omnibus objections to prepare response to creditors (.5).	0.80
09/29/23	J. Frasher Murphy	Communications with counsel for Arch regarding claim objection (.2); analysis of scheduling and deadline issues regarding same (.3).	0.50

Invoice Number: 21614809
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

October 26, 2023
Page 6 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/29/23	Lauren Sisson	Participate in call with client concerning loan customer response objection (.5); correspond with client on various claim objections (.7); review proofs of claim, scheduled claims, and objections to prepare response to creditor inquiry (1.4); correspond with Kroll regarding scheduled claim (.2).	2.80
09/30/23	Lauren Sisson	Review proofs of claim, schedules, and objections to prepare response to creditor inquiry.	0.40

Chargeable Hours 63.70

Total Fees \$51,482.00

Adjustment (15% Discount) \$ (7,722.30)

Total Adjusted Fees \$43,759.70

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	1.40	\$1,000.00	\$1,400.00
Alexander Grishman	0.80	\$1,075.00	\$860.00
J. Frasher Murphy	6.20	\$1,100.00	\$6,820.00
Richard Kanowitz	4.50	\$1,400.00	\$6,300.00
Jordan Chavez	1.00	\$775.00	\$775.00
Lauren Sisson	49.30	\$710.00	\$35,003.00
Tom Zavala	0.30	\$730.00	\$219.00
Kimberly Morzak	0.20	\$525.00	\$105.00
Total Professional Summary			\$51,482.00

Total Fees, Expenses and Charges \$43,759.70

Total Amount Due USD \$43,759.70

HAYNES BOONE

Invoice Number: 21614810
Invoice Date: October 26, 2023
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$44,467.50
Adjustment (15% Discount)	\$ (6,670.13)
Total Adjusted Fees	\$37,797.37
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$37,797.37
Total Invoice Balance Due	USD \$37,797.37

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614810** • Client Number **0063320.00009** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614810
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 4

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Jordan Chavez	Correspond with BlockFi and Debtors' professionals regarding fee and administrative expense application timeline and deadlines.	0.20
09/01/23	Kimberly Morzak	Draft second interim fee application (3.5); draft exhibits to same (1.8).	5.30
09/05/23	Kimberly Morzak	Begin reviewing August time entries for privilege and compliance with US Trustee guidelines.	5.40
09/06/23	Jordan Chavez	Review and analyze proposed report regarding first interim fee application (.2); correspond with Ms. Frejka regarding same (.1).	0.30
09/06/23	Alexander Grishman	Review updates to fee examiner's report.	0.50
09/06/23	Kimberly Morzak	Continue to review August time entries for privilege and compliance with US Trustee guidelines.	1.80
09/08/23	Richard Kanowitz	Review and analyze fee examiner reports for estate professionals.	0.30
09/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED]	0.20
09/08/23	J. Frasher Murphy	Review consolidated reports from fee examiner regarding fee applications for counsel to Debtors and Committee.	0.60
09/12/23	Kimberly Morzak	Draft fourth supplemental Kanowitz declaration in support of HB's retention (1.2); continue drafting exhibits to second interim fee application (3.6).	4.80
09/14/23	Jordan Chavez	Review notice of rate increase in preparation for filing.	0.10
09/14/23	Kimberly Morzak	Communications with local counsel regarding certificate of no objection for July fee statement (.1); communications with client regarding July fee statement (.1); draft notice of change of billing rates (1.8).	2.00
09/15/23	Richard Kanowitz	Review and analyze second interim fee applications by UCC professionals (BR, M3, M&E, GB and Elementus).	0.80
09/15/23	J. Frasher Murphy	Review fee applications filed by Committee professionals.	0.80
09/18/23	J. Frasher Murphy	Begin preparing Haynes and Boone monthly fee statement and exhibits thereto to identify privileged information and ensure compliance with US Trustee guidelines.	3.20

Invoice Number: 21614810
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/19/23	Kimberly Morzak	Begin drafting ninth monthly fee and expense statement (1.6); review proposed order on fee examiner's report to confirm allowed numbers conform to agreement with fee examiner (.2); review and revise notice of firm rate changes (.6).	2.40
09/19/23	J. Frasher Murphy	Continue preparing Haynes and Boone monthly fee statement and exhibits thereto for privileged information and to ensure compliance with US Trustee guidelines.	3.70
09/19/23	J. Frasher Murphy	Review monthly fee statements.	0.40
09/20/23	Jordan Chavez	Review and finalize notice of fee increase (.3); prepare second interim fee application (.5).	0.80
09/20/23	Kimberly Morzak	Begin redactions on August fee statements (.9); review and revise second interim fee application and exhibits (1.7);.	2.60
09/21/23	Jordan Chavez	Review and revise second interim fee application (1.0); prepare exhibits to second interim fee application (2.0).	3.00
09/21/23	Alexander Grishman	Complete review of revised August invoices for privilege redactions.	3.60
09/21/23	Kimberly Morzak	Continue redacting August fee statements (.8); communications with company regarding order approving interim fee applications (.2); review and revise second interim fee application and exhibits (2.6).	3.60
09/22/23	Jordan Chavez	Review, revise, and finalize second interim fee application and exhibits.	1.90
09/22/23	Kimberly Morzak	Make final revisions and updates to second interim fee application and exhibits (4.0); prepare same for filing (.4).	4.40
09/23/23	Richard Kanowitz	Review and analyze second interim fee applications for estate professionals.	1.30
09/26/23	Richard D. Anigian	Analyze invoices regarding privilege issues.	1.20
09/26/23	Kimberly Morzak	Draft ninth monthly fee statement and exhibits (1.6); continue working on redacting August invoices (1.3).	2.90
09/28/23	Jordan Chavez	Review and redact invoices for August fee statement.	2.10
09/29/23	Kimberly Morzak	Review and revise August fee statement.	0.80

Chargeable Hours 61.00

Total Fees \$44,467.50

Adjustment (15% Discount) \$ (6,670.13)

Total Adjusted Fees \$37,797.37

Invoice Number: 21614810
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

October 26, 2023
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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	4.10	\$1,075.00	\$4,407.50
J. Frasher Murphy	8.70	\$1,100.00	\$9,570.00
Richard D. Anigian	1.20	\$1,200.00	\$1,440.00
Richard Kanowitz	2.60	\$1,400.00	\$3,640.00
Jordan Chavez	8.40	\$775.00	\$6,510.00
Kimberly Morzak	36.00	\$525.00	<u>\$18,900.00</u>
Total Professional Summary			\$44,467.50

Total Fees, Expenses and Charges **\$37,797.37**

Total Amount Due **USD \$37,797.37**

HAYNES BOONE

Invoice Number: 21614811
Invoice Date: October 26, 2023
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$32,317.00
Adjustment (15% Discount)	\$ (4,847.55)
Total Adjusted Fees	\$27,469.45
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$27,469.45
Total Invoice Balance Due	USD \$27,469.45

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614811** • Client Number **0063320.00012** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614811
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 5

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/04/23	Lauren Sisson	Conduct research on [REDACTED] (1.6); begin drafting [REDACTED] (1.5).	3.10
09/05/23	Jordan Chavez	Review and revise Deserve settlement agreement (1.8); correspond with Deserve and BlockFi regarding same (.5); review and analyze reporting exhibits for settlement agreement (.4); correspond with BlockFi regarding same (.1).	2.80
09/05/23	Mark Erickson	Review Gerro update memo.	0.20
09/05/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.60
09/05/23	Lauren Sisson	Draft notice, motion to quash, certification, and proposed order (1.8); redact creditor information and prepare motion for filing (.3).	2.10
09/05/23	Leslie C. Thorne	Review and analyze latest draft of settlement agreement with Deserve.	0.60
09/06/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
09/07/23	Richard D. Anigian	Review Gerro Notice of Appeal and communication regarding same.	0.20
09/07/23	Leslie C. Thorne	Review status on Gerro issues and correspond with Mr. Mesches regarding same.	0.20
09/08/23	Jordan Chavez	Review and analyze Gerro notice of appeal (.2); correspond with BlockFi and debtors' professionals regarding same (.2).	0.40
09/08/23	J. Frasher Murphy	Review Notice of Appeal from Gerro.	0.30
09/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.20
09/11/23	Leslie C. Thorne	Review and analyze latest draft of Deserve settlement agreement.	0.30
09/12/23	Jordan Chavez	Correspond with trustee regarding redaction issues (.1); review and analyze appeal requirements for Gerro appeal (.2).	0.30
09/12/23	Lauren Sisson	Research district court deadlines and procedures for appeal of Gerro claim.	0.70

Invoice Number: 21614811
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/13/23	Jordan Chavez	Review and analyze revisions to reporting exhibits for Deserve settlement (.2); correspond with BlockFi and Deserve counsel regarding settlement finalization and reporting exhibits (.3).	0.50
09/14/23	Jordan Chavez	Correspond with Deserve counsel and BlockFi regarding settlement (.5); correspond with trustee's office regarding redaction contested matters (.3).	0.80
09/14/23	Richard Kanowitz	Prepare for and conduct conference call with UST concerning resolution of pending motion to redact PII.	0.40
09/14/23	Lauren Sisson	Participate in call with UST on redaction motion.	0.20
09/15/23	Jordan Chavez	Correspond with Deserve counsel and representatives and BlockFi regarding settlement agreement and reporting exhibits.	0.40
09/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.20
09/19/23	Jordan Chavez	Review, revise, and finalize Deserve settlement agreement and reporting exhibits (1.2); correspond with committee counsel and Deserve counsel regarding same (.4).	1.60
09/19/23	Leslie C. Thorne	Review and analyze revised settlement agreement proposed by Deserve.	0.30
09/20/23	Jordan Chavez	Correspond with BlockFi regarding Deserve settlement.	0.20
09/20/23	David Clark	Review new complaint from Gerro in Los Angeles Superior Court against Gemini (.1); analysis of potential impact on bankruptcy proceedings (.1).	0.20
09/20/23	Mark Erickson	Review Gerro complaint against Gemini (.1); develop strategy to address same (.3).	0.40
09/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.40
09/20/23	Richard Kanowitz	Review and analyze George Gerro statement on appeal arising from order granting 4th Omnibus Objection expunging Gerro claims.	0.60
09/20/23	Lauren Sisson	Review recent decision on redaction of customer info in Prime Core case.	0.50
09/20/23	Lauren Sisson	Analysis of statement of issues on appeal submitted by Gerro.	0.60
09/21/23	Jordan Chavez	Correspond with committee counsel regarding Deserve settlement.	0.10
09/22/23	Jordan Chavez	Correspond with trustee, witnesses, committee counsel, and other interested parties regarding redaction contested matters (1.0); review and revise supplement to debtors' response in support of redaction (.8).	1.80

Invoice Number: 21614811
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/22/23	Lauren Sisson	Review and update supplement to redaction motion with recent decisions and filings in crypto cases.	1.80
09/23/23	Jordan Chavez	Correspond with witnesses and trustee to prepare for hearing on redaction issues.	1.00
09/23/23	Lauren Sisson	Draft insert to redaction motion regarding Genesis decision (.6); finalize same for filing (.1).	0.70
09/25/23	Jordan Chavez	Review, revise, and finalize Deserve settlement agreement (.4); correspond with BlockFi, Deserve and committee counsel regarding same (.8); review signature pages and prepare final version of executed settlement agreement (.2); correspond with Moelis and Committee counsel regarding counterparty sealing motion (.2); prepare oral argument summary for redaction contested matters (1.0).	2.60
09/25/23	David Clark	Correspondence with J. Mayers regarding new Gerro lawsuit.	0.10
09/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC counsel concerning settlement of Deserve turn over demand and execution of settlement documents.	0.20
09/25/23	J. Frasher Murphy	Strategy development regarding finalization of Deserve settlement and approvals from UCC and Court regarding same.	0.40
09/25/23	Leslie C. Thorne	Review Deserve settlement agreement for final approval.	0.30
09/26/23	Jordan Chavez	Draft motion to approve Deserve settlement.	2.20
09/26/23	David Clark	Correspondence with J. Mayers regarding new lawsuit filed by Gerro and related strategy.	0.20
09/27/23	Jordan Chavez	Review and revise 9019 motion for Deserve settlement.	1.00
09/28/23	Jordan Chavez	Strategy discussions regarding Gerro appeal and record supplementation.	0.30
09/28/23	Jordan Chavez	Finalize draft of 9019 motion for Deserve settlement (.8); correspond with Deserve counsel regarding same (.3).	1.10
09/28/23	Eli Columbus	Review an analysis of Gerro's Statement of Issues on Appeal and Designation of Record and related designated documents (1.3); review docket and pleadings related to hearing on claim objection in connection with appeal record (1.0); draft and circulate issues list related to appeal issues and Gerro's Statement of Issues on Appeal and Designation of Record (1.0).	3.30
09/28/23	Leslie C. Thorne	Review 9019 motion seeking court approval of the Deserve Settlement.	0.20
09/29/23	Jordan Chavez	Correspond with Deserve counsel regarding 9019 motion.	0.10

Invoice Number: 21614811
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

October 26, 2023
Page 5 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/29/23	Kimberly Morzak	Draft motion and order to shorten notice on the Deserve settlement motion (.7); review docket for updates on the BKCoin receivership action in the Southern District of Florida (.1).	0.80

Chargeable Hours 37.80

Total Fees \$32,317.00

Adjustment (15% Discount) \$ (4,847.55)

Total Adjusted Fees \$27,469.45

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
David Clark	0.50	\$850.00	\$425.00
Eli Columbus	3.30	\$1,050.00	\$3,465.00
J. Frasher Murphy	0.70	\$1,100.00	\$770.00
Leslie C. Thorne	1.90	\$1,100.00	\$2,090.00
Mark Erickson	0.60	\$1,050.00	\$630.00
Richard D. Anigian	0.20	\$1,200.00	\$240.00
Richard Kanowitz	2.90	\$1,400.00	\$4,060.00
Jordan Chavez	17.20	\$775.00	\$13,330.00
Lauren Sisson	9.70	\$710.00	\$6,887.00
Kimberly Morzak	0.80	\$525.00	\$420.00
Total Professional Summary			\$32,317.00

Total Fees, Expenses and Charges \$27,469.45

Total Amount Due USD \$27,469.45

HAYNES BOONE

Invoice Number: 21614833
Invoice Date: October 26, 2023
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$139,445.50
Adjustment (15% Discount)	\$ (20,916.83)
Total Adjusted Fees	\$118,528.67
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$118,528.67
Total Invoice Balance Due	USD \$118,528.67

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614833** • Client Number **0063320.00014** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 11

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard D. Anigian	Review plan supplement updates (.6); communications with BlockFi financial and legal teams regarding same (.3).	0.90
09/01/23	Jordan Chavez	Review revisions to plan supplement (.2); correspond with Debtors' professionals regarding same (.1)	0.30
09/01/23	Richard Kanowitz	Review and respond to emails to/from UCC advisors, BRG and BlockFi legal and financial teams concerning voting, ballots, solicitation communications and related creditor matters.	0.70
09/04/23	Matt Ferris	Review and analysis of plan supplement and related documents.	1.10
09/04/23	Richard Kanowitz	Review and analyze plan supplement, Wind-Down Budget and Plan Administrator Agreement for amended plan of reorganization.	2.60
09/04/23	J. Frasher Murphy	Review and analyze proposed final draft of Plan Supplement, including Plan Administrator Agreement and related exhibits.	1.30
09/05/23	Richard D. Anigian	Review proposed plan order language from DOJ and proposed revisions (.4); multiple communications with DOJ regarding same (.2).	0.60
09/05/23	Jordan Chavez	Correspond with BlockFi and debtors' professionals regarding solicitation and balloting (.5); review and analyze revisions for BPC claims in plan treatment (.3); review and analyze correspondence from Arch regarding confirmation order language (.2); strategize regarding same (.5).	1.50
09/05/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial team and Walkers concerning plan supplement.	0.60
09/05/23	Richard Kanowitz	Review and respond to emails to/from BRG, BlockFi legal and financial teams concerning balloting issues, voting/plan confirmation proceedings.	0.80
09/05/23	J. Frasher Murphy	Review finalized and filed version of Plan Supplement.	0.60
09/05/23	Lauren Sisson	Correspondence with Kroll and BRG on plan class and balloting questions from creditors (.8); analyze plan supplement (.5).	1.30
09/06/23	Richard D. Anigian	Additional communications with DOJ regarding confirmation order language and requested extension.	0.20
09/06/23	Jordan Chavez	Review and analyze creditor communications regarding solicitation for loan and convenience claims (.5); correspond with client regarding same (.1).	0.60

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/06/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro) and BlockFi legal team concerning USA's comments, edits and potential objections to plan of reorganization.	0.60
09/06/23	Richard Kanowitz	Review and respond to emails to/from BRG, Kroll, BlockFi legal and financial teams concerning balloting issues, voting reports and plan confirmation proceedings.	1.20
09/06/23	Richard Kanowitz	Review and respond to emails to/from counsel to Chubb and BlockFi legal team concerning Chubb comments and edits to plan.	0.20
09/06/23	J. Frasher Murphy	Review preliminary voting results and voting detail.	0.50
09/06/23	Lauren Sisson	Conduct research on timing of best interest of creditors test.	1.10
09/07/23	Richard D. Anigian	Communications regarding DOJ's requested plan modifications and extension request (.4); analysis of issues regarding Emergent's requested plan language (.2).	0.60
09/07/23	Jordan Chavez	Correspond with Kroll regarding ballot corrections.	0.30
09/07/23	Richard Kanowitz	Review and respond to emails to/from Kroll, BRG and BlockFi legal and financial teams concerning voting, ballots, solicitation communications and related creditor matters.	1.20
09/07/23	Richard Kanowitz	Review and analyze emails to/from BlockFi legal and financial teams, and BRG concerning plan supplement exhibits, including wind down budget, retained causes of action and assumed/rejected contract and lease lists.	0.90
09/08/23	Richard D. Anigian	Further analysis regarding plan language requested by Emergent (.2); review schedule of retained causes of action (.3); communications regarding wind down budget issues (.2).	0.70
09/08/23	Jordan Chavez	Correspond with Ms. Beideman regarding Chubb confirmation issues and proposed language.	0.20
09/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel and DOJ concerning DOJ extension of time to object to plan and DOJ proposed carve out language for plan and confirmation order	0.60
09/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, BRG, M3 and UCC counsel concerning modifications and edits to exhibits to plan supplement including schedule of retained causes of action, wind down budget, schedule of assumed/rejected leases.	0.60
09/08/23	J. Frasher Murphy	Review and analyze proposed language to resolve Chubb plan treatment (.5); review Amended Plan Supplement (.4); correspondence with counsel for Arch regarding treatment of claims under plan and language to resolve potential plan objection (.3); analysis of issues regarding Arch proposed plan language (.4).	1.60

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/09/23	Richard Kanowitz	Review and respond to emails to/from Kroll, BRG and BlockFi legal and financial teams concerning voting, ballots, solicitation communications and related creditor matters.	0.70
09/09/23	Richard Kanowitz	Review and respond to emails to/from BlockFi financial and legal teams, BRG and M3 concerning wind down budget and verification of same.	0.80
09/09/23	Richard Kanowitz	Review and analyze Kroll voting report as of 9/9 for acceptances of plan, rejection of plan and opt-out from third party releases.	0.90
09/11/23	Richard D. Anigian	Analysis regarding estimation motions and claim objections (.5); communications with DOJ and review non-release language regarding plan (.3); review 3AC JL's objection to confirmation (.6); review UST's objections to plan (.7); review Ankura objection to plan (.5); review securities plaintiff's objection to confirmation (.6); review [REDACTED] objection to confirmation (.4); participate in call with UCC and others regarding plan issues (.5).	4.10
09/11/23	Jordan Chavez	Review and analyze confirmation objections.	2.00
09/11/23	Matt Ferris	Review and analysis of filed plan objections.	2.00
09/11/23	Alexander Grishman	Review Plan objections from (i) securities class action plaintiff and (ii) client with loans facing BlockFi Lending.	1.70
09/11/23	Richard Kanowitz	Review and analyze Ankura objection to plan based on rejection of BIA indenture agreement.	0.60
09/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, DOJ (Seth Shapiro) and UCC counsel concerning DOJ language carve outs to release and exculpation provisions of amended plan.	0.80
09/11/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi's legal and financial teams, M3 and UCC counsel concerning wind down budget for amended plan.	0.60
09/11/23	Richard Kanowitz	Review and analyze [REDACTED] objection to plan release provisions.	0.70
09/11/23	J. Frasher Murphy	Review and analyze objections to plan filed by Ankura, UST, [REDACTED], and 3AC JPLs.	2.10
09/11/23	Lauren Sisson	Research best interest of creditors test hypothetical liquidation timing.	1.80
09/12/23	Richard D. Anigian	Review communications and updated confirmation order language from DOJ (.2); analyze Emergent's limited objection to estimation motion (.3).	0.50
09/12/23	Jordan Chavez	Assist in preparation of response and strategy regarding Arch claim and confirmation order language (.4); correspond with BlockFi and debtor professionals regarding same (.2).	0.60

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/12/23	Richard Kanowitz	Review and analyze UST objection to plan, including release, exculpation and gatekeeper provisions.	1.20
09/12/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel and DOJ (Seth Shapiro) concerning carve out language for DOJ concerning releases and other edits to plan provisions.	0.80
09/12/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, BRG and Kroll concerning voting report on acceptance/rejection of plan and opt-outs as of 9.11.23.	0.60
09/12/23	Richard Kanowitz	Review and analyze Kroll voting report on acceptance/rejection of plan and opt-outs as of 9.11.23.	0.60
09/12/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning proposed language to resolve Chubb and Arch insurance companies objections to amended plan.	0.30
09/12/23	J. Frasher Murphy	Analysis of document request and proposed insert to Confirmation Order from Arch (.5); draft proposed insert to Confirmation Order to address Arch claims (.8); review and revise same (.3); emails with BlockFi legal and financial teams regarding language to resolve Arch plan objection (.3); draft email to counsel for Arch regarding plan objection, document production request, and proposal to resolve same (.5).	2.40
09/12/23	Lauren Sisson	Review and analyze confirmation objections from Ankura, SEC, [REDACTED], UST, and securities class action plaintiff.	3.20
09/12/23	Leslie C. Thorne	Review and revise draft Arch-related language for Plan (.2); pursue strategy to resolve Plan objection (.1).	0.30
09/13/23	Jordan Chavez	Review and analyze BIA indenture agreement and related Ankura confirmation objection (.8); correspond with BlockFi regarding same (.5).	1.30
09/13/23	Matt Ferris	Review and analysis of additional plan objections.	1.00
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED]	0.20
09/13/23	Richard Kanowitz	Prepare for and conduct conference with BlockFi legal team concerning potential resolution of Ankura objection to Third Amended Plan.	0.30
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.40
09/13/23	Richard Kanowitz	Review and analyze SEC objection to BlockFi's Third Amended Plan.	0.40

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal teams concerning edits and revisions to Third Amended Plan to resolve objections and outstanding issues prior to confirmation.	0.70
09/13/23	J. Frasher Murphy	Review and analyze SEC limited objection to Plan (.5); review and analyze FTX objection to Plan (.6).	1.10
09/13/23	Lauren Sisson	Review and analyze FTX and 3AC confirmation objections.	0.70
09/13/23	Lauren Sisson	Review fee examiner order and current plan draft for post-confirmation procedures for professional fees (.3); correspondence with co-counsel on same (.2).	0.50
09/14/23	Matt Ferris	Review and consideration of voting report and related plan confirmation matters.	0.40
09/14/23	Richard Kanowitz	Review and analyze Kroll final voting report for acceptances of plan, rejection of plan and opt-out from third party releases.	0.60
09/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.20
09/14/23	J. Frasher Murphy	Review voting report summary from BRG (.3); review voting detail and data (.4).	0.70
09/15/23	Jordan Chavez	Review and analyze correspondence from Arch counsel regarding confirmation order (.1); prepare response to same (.1).	0.20
09/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Kroll, and BRG concerning tabulation of votes and related matters.	0.90
09/15/23	J. Frasher Murphy	Correspondence with Arch's counsel regarding plan objection.	0.20
09/17/23	Richard Kanowitz	Review, analyze and edit revised amended plan resolving objections and outstanding business issues raised by parties in interest.	1.40
09/17/23	Lauren Sisson	Review and analyze substantive updates to plan (.5); correspondence with R. Kanowitz regarding same (.3).	0.80
09/18/23	Richard D. Anigian	Review Chubb's plan objection.	0.50
09/18/23	Jordan Chavez	Review and analyze plan revisions (.8); correspond with BlockFi regarding same (.2); correspond with BlockFi and debtors' professionals regarding Chubb language (.1).	1.10
09/18/23	Matt Ferris	Review and analysis of drafts of technical modifications to third amended plan and confirmation order (1.5); further review and analysis of filed plan objections (.7).	2.20

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Matter Name: Plan and Disclosure Statement
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.80
09/18/23	J. Frasher Murphy	Review and analyze objection to Plan filed by Chubb (.6); emails with BlockFi teams regarding same (.2); review and analyze draft technical modifications to Third Amended Plan (1.1).	1.90
09/18/23	J. Frasher Murphy	Review and analysis of proposal from Arch regarding confirmation order language to resolve objection.	0.50
09/18/23	Lauren Sisson	Correspondence with client regarding loan repayment option in latest plan update (.5); correspondence with BlockFi Team regarding same (.6); review filed plan in Genesis for loan repayment option details (.3); review and analyze latest drafts of plan and confirmation order (1.3).	2.70
09/19/23	Jordan Chavez	Correspond with Arch regarding proposed confirmation language (.4); strategize regarding same (.4); review and revise confirmation order (.6); correspond with BlockFi and Arch regarding additional language revisions (.3); correspond with BlockFi and committee counsel regarding confirmation hearing preparations (.5); review and analyze issues related to wallet distributions and loan repayment issues (.5); correspond with BlockFi regarding same (.4).	3.10
09/19/23	Richard Kanowitz	Review, analyze and edit proposed confirmation order for Third Amended Plan.	0.90
09/19/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
09/19/23	Richard Kanowitz	Review and analyze UCC comments and edits to Third Amended Plan	0.20
09/19/23	J. Frasher Murphy	Prepare for call with counsel for Arch regarding language to resolve Plan objection (.3); participate in call with counsel for Arch regarding same (.5); follow-up analysis regarding treatment of money transmitter bond claims (.5); review and comment on proposed plan language regarding same (.4); review further correspondence with Arch's counsel regarding same (.2).	1.90
09/19/23	J. Frasher Murphy	Review and comment on draft of Confirmation Order.	1.30
09/19/23	Lauren Sisson	Participate in call with counsel for Arch on confirmation/plan language (.5); strategy development regarding same (.4).	0.90
09/19/23	Lauren Sisson	Research [REDACTED] (.6); send summary to R. Kanowitz (.1).	0.70

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/20/23	Jordan Chavez	Correspond with BlockFi and debtors' professionals regarding confirmation hearing (.3); strategize with committee counsel and BlockFi regarding loan repayment election (.4); correspond with BlockFi regarding repayment election instructions (.2); participate in conference regarding Ankura confirmation objection (.8); correspond with debtors' professionals regarding same (.2); review and revise confirmation order language (.2); correspond with Arch, BlockFi, and creditors committee regarding same (.8).	2.90
09/20/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal and financial teams and UCC counsel concerning revisions to Third Amended Plan for BlockFi Lending client loan repayment provisions.	0.30
09/20/23	J. Frasher Murphy	Negotiate further language with Arch in resolution of Plan objection (.5); analyze revisions from Arch (.3); analysis of legal issues regarding [REDACTED] (.3); communications with UCC regarding proposed Plan resolution with Arch (.3); further communications with Arch counsel regarding Plan language (.2); analysis of additional pending plan objections and open issues (.5).	2.10
09/20/23	Leslie C. Thorne	Review and analyze revised Arch proposed language for confirmation order.	0.20
09/21/23	Jordan Chavez	Review, analyze, and revise amended plan provisions (.8); review, revise, and finalize confirmation order language resolving Arch objection (.7).	1.50
09/21/23	Aimee M. Furness	Address plan issues related to excess insurance policies.	0.30
09/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.60
09/21/23	Richard Kanowitz	Review and analyze additional edits and revisions to Third Amended Plan.	1.20
09/21/23	J. Frasher Murphy	Review and comment on further revised language to resolve Arch plan objection (.3); emails with counsel for UCC and Arch regarding same (.2).	0.50
09/21/23	Lauren Sisson	Review plan revisions on loan repayment treatment and insurance issues.	0.60
09/22/23	Richard D. Anigian	Review of updated filings related to confirmation hearing (.7); review and comment on proposed revision to confirmation order (.1).	0.80
09/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	1.10
09/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel and Ankura counsel concerning resolution of Ankura objection to Third Amended Plan.	0.60
09/22/23	J. Frasher Murphy	Review further revised amended plan with technical modifications (.6); review Declarations filed in support of DS and Plan (.8); review updated draft of confirmation order (.5).	1.90

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Matter Name: Plan and Disclosure Statement
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/23/23	Richard Kanowitz	Review and respond to emails to/from Walkers, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.40
09/23/23	Richard Kanowitz	Review and analyze findings of fact and conclusions of law for Third Amended Plan.	1.40
09/23/23	Richard Kanowitz	Review and analyze Vogel, Renzi and Witherell declarations for Third Amended Plan.	2.10
09/24/23	Jordan Chavez	Review and analyze revised confirmation order (.8); review and analyze confirmation brief (1.0).	1.80
09/24/23	Richard Kanowitz	Review and analyze [REDACTED] objection to clarifying language in Third Amended Plan reserving estate rights to prosecute objections to claims.	0.60
09/24/23	Richard Kanowitz	Review, analyze and edit draft brief in support of confirmation of Third Amended Plan.	2.60
09/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED] [REDACTED]	0.30
09/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, counsel to UCC and counsel to [REDACTED] concerning [REDACTED] objection to clarifying language in Third Amended Plan reserving estate rights to prosecute objections to claims.	0.40
09/24/23	J. Frasher Murphy	Review further modified Plan (.5); review and comment on draft of Confirmation Brief (1.1).	1.60
09/25/23	Richard D. Anigian	Review additional documents related to confirmation hearing and objections (.8); strategize regarding hearing presentation (.3).	1.10
09/25/23	Jordan Chavez	Review and analyze revisions to confirmation order.	0.30
09/25/23	Brad Foster	Analysis of debtors' memorandum of law submitted in advance of 9/26 confirmation hearing, focusing on Wyatt objection and non-debtor releases.	1.40
09/25/23	Alexander Grishman	Review technical updates to plan in response to various objections.	0.80
09/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, BRG, Walkers, and Bermuda JPLs concerning comments/edits to revised draft of confirmation brief and confirmation order for Third Amended Plan.	0.70
09/25/23	Richard Kanowitz	Review, analyze and edit revised draft of confirmation brief and confirmation order for Third Amended Plan.	1.20
09/25/23	Richard Kanowitz	Review and analyze final voting tabulation, declaration in support and related materials provided by Kroll.	1.30

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Matter Name: Plan and Disclosure Statement
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Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and Ankura counsel concerning implementation of plan objection in terms and conditions of Third Amended Plan and Confirmation Order.	0.30
09/25/23	J. Frasher Murphy	Review [REDACTED] objection filed to further amended plan (.4); review voting summary and ballot declaration/certification (.5); review and analyze language for plan/confirmation order to resolve plan objections by FTX and 3AC (.6); review UCC statement in support of Plan (.4); review final version of Brief in Support of Confirmation of Plan (.7).	2.60
09/26/23	Lauren Sisson	Prepare for confirmation hearing.	2.50
09/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning confirmation of Third Amended Plan and post confirmation matters.	0.60
09/28/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial team concerning revisions and edits to confirmation order to conform with court rulings on objections.	0.60
09/28/23	Richard Kanowitz	Review and analyze proposed revisions and edits to confirmation order to conform with court rulings on objections.	0.80
09/29/23	Jordan Chavez	Review and analyze revisions to confirmation order.	0.30
09/29/23	Matt Ferris	Review entered confirmation order (.3); correspondence with BlockFi team regarding same (.2).	0.50
09/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.60
09/29/23	Richard Kanowitz	Review and respond to emails to/from Chambers of Judge Kaplan, BlockFi legal team and UCC counsel, concerning edits and modifications to proposed confirmation order to conform with court rulings and agreements with UST.	0.30
09/29/23	J. Frasher Murphy	Review entered Confirmation Order and compare same to submitted order.	0.50

Chargeable Hours 125.90

Total Fees	\$139,445.50
Adjustment (15% Discount)	\$ (20,916.83)
Total Adjusted Fees	\$118,528.67

Invoice Number: 21614833
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	0.30	\$1,000.00	\$300.00
Alexander Grishman	2.50	\$1,075.00	\$2,687.50
Brad Foster	1.40	\$1,100.00	\$1,540.00
J. Frasher Murphy	25.30	\$1,100.00	\$27,830.00
Leslie C. Thorne	0.50	\$1,100.00	\$550.00
Matt Ferris	7.20	\$1,000.00	\$7,200.00
Richard D. Anigian	10.00	\$1,200.00	\$12,000.00
Richard Kanowitz	43.90	\$1,400.00	\$61,460.00
Jordan Chavez	18.00	\$775.00	\$13,950.00
Lauren Sisson	16.80	\$710.00	\$11,928.00
Total Professional Summary			\$139,445.50

Total Fees, Expenses and Charges

\$118,528.67

Total Amount Due

USD \$118,528.67

HAYNES BOONE

Invoice Number: 21614813
Invoice Date: October 26, 2023
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$22,234.50
Adjustment (15% Discount)	\$ (3,335.18)
Total Adjusted Fees	\$18,899.32
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$18,899.32
Total Invoice Balance Due	USD \$18,899.32

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614813** • Client Number **0063320.00016** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614813
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

October 26, 2023
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For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Matt Ferris	Review recent pleadings filed in the BK Coin receivership proceeding and consideration of next steps with respect to same.	0.40
09/01/23	Matt Ferris	Analysis of issues regarding [REDACTED] (.3); review draft of amended scheduling order (.2); follow up correspondence regarding same (.1).	0.60
09/01/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro) and UCC counsel (Shari Dworskin) concerning District Court status report concerning adversary proceeding seeking to enjoin BlockFi's compliance with seizure warrants.	0.60
09/01/23	Kimberly Morzak	Review two BKCoin receivership actions and circulate updated pleadings.	0.30
09/01/23	Tom Zavala	Correspond with opposing counsel and BlockFi legal teams regarding PrimeBlock's settlement offer and extension of answer deadline.	0.50
09/04/23	Matt Ferris	Review matters regarding pre-trial conference in Primeblock adversary proceeding and related scheduling matters (.1); correspond with BlockFi team regarding same (.1).	0.20
09/04/23	Lauren Sisson	Review PrimeBlock scheduling order.	0.20
09/05/23	Matt Ferris	Review revised PrimeBlock scheduling order (.1); correspondence with BlockFi team and PrimeBlock's counsel regarding same (.1); consideration of issues regarding pre-trial conference (.1).	0.40
09/05/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, DOJ (Seth Shapiro) and UCC counsel and Bermuda JPL counsel concerning letter to District Court providing status of UCC adversary proceeding to enjoin compliance with seizure warrants.	0.40
09/05/23	Kenneth J. Rusinko	Review amended deadline extension Order in PrimeBlock adversary and confer with team regarding same.	0.20
09/05/23	Lauren Sisson	Research regarding PrimeBlock pretrial date (.2); prepare PrimeBlock amended scheduling order (.2); correspondence with opposing counsel regarding same (.3); finalize same for filing (.2).	0.90
09/06/23	Matt Ferris	Communications with PrimeBlock's counsel regarding amended scheduling order.	0.30
09/06/23	Kenneth J. Rusinko	Review Agreed Scheduling Order entered in PrimeBlock adversary, extract deadlines and advise team.	0.30

Invoice Number: 21614813
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/06/23	Lauren Sisson	Correspond with BlockFi Team and PrimeBlock counsel on updated scheduling order (.3); draft updated scheduling order and submit for filing (.3).	0.60
09/08/23	Kimberly Morzak	Review pending BKCoin receivership for current status.	0.20
09/11/23	Richard Kanowitz	Review and analyze Bermuda JPLs opposition to DOJ motion to dismiss UCC adversary proceeding to enjoin compliance with Seizure Warrants.	0.40
09/12/23	Matt Ferris	Review and consideration of status of pending litigation matters (.5); review and comment on litigation tracker (.3).	0.80
09/12/23	Tom Zavala	Review recent scheduling orders and deadlines related to litigation workstreams (.3); analysis and strategy development following same (.5).	0.80
09/13/23	Matt Ferris	Review and consideration of PrimeBlock litigation and deliverables status (.4); review and respond to correspondence to from BlockFi team and PrimeBlock's counsel regarding same (.4).	0.80
09/13/23	Tom Zavala	Correspond with BlockFi legal team and opposing counsel regarding PrimeBlock settlement offer and outstanding information requested (.4); review PrimeBlock information deliverables (.2); correspond with BlockFi legal team regarding status of various litigation workstreams (.3).	0.90
09/14/23	Matt Ferris	Review and respond to correspondence to from BlockFi team and PrimeBlock's counsel regarding litigation status and response deadline.	0.70
09/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel for PrimeBlock concerning due diligence for settlement proposal and proceedings on motion to dismiss absent settlement.	0.60
09/14/23	Tom Zavala	Review PrimeBlock deliverables and draft outstanding items list (.5); correspond with BlockFi legal team and PrimeBlock opposing counsel regarding settlement offer and response deadline (.5).	1.00
09/15/23	Matt Ferris	Review and analysis of PrimeBlock's filed motion to dismiss/compel arbitration (.5); consideration of next steps for responding to same (.3); correspond with BlockFi team regarding same (.2).	1.00
09/15/23	Matt Ferris	Review BK Offshore receivership proceeding status and relevant pleadings.	0.40
09/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
09/15/23	Kimberly Morzak	Review docket for BKCoin receivership and circulate relevant pleadings (.2); review PrimeBlock motion to dismiss and calendar objection deadline and hearing (.3).	0.50
09/15/23	Tom Zavala	Correspond with BlockFi legal team regarding [REDACTED]	0.10

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Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/19/23	Matt Ferris	Review and analysis of supplemental deliverables from PrimeBlock in support of settlement offer (.4); correspond with BlockFi team regarding same (.2); analysis of issues regarding hearing on PrimeBlock's motion to dismiss (.1).	0.70
09/19/23	Matthew Frankle	Review of PrimeBlock deliverables.	0.30
09/19/23	Kimberly Morzak	Review correspondence from chambers regarding rescheduled hearing on PrimeBlock motion to dismiss and update calendars with same.	0.30
09/19/23	Lauren Sisson	Review correspondence with opposing counsel and chambers on PrimeBlock motion to dismiss scheduling.	0.20
09/19/23	Tom Zavala	Review and revise litigation workstream tracker to record new hearing dates.	0.20
09/20/23	Richard D. Anigian	Review order denying DOJ's motion to withdraw reference and communications regarding same.	0.20
09/20/23	Matt Ferris	Review and analysis of additional PrimeBlock deliverables (.2); correspond with BlockFi team [REDACTED] (.1).	0.30
09/20/23	Matt Ferris	Strategize regarding [REDACTED]	0.20
09/20/23	Lauren Sisson	Correspondence with M. Ferris and T. Zavala on [REDACTED] (.3); review and analyze District Court denial of withdrawal of reference in UCC/DOJ adversary (.5).	0.80
09/20/23	Tom Zavala	Review PrimeBlock deliverables.	0.20
09/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.40
09/21/23	Richard Kanowitz	Review and analyze District Court decision denying DOJ motion to withdraw reference in UCC adversary proceeding.	0.40
09/21/23	Brian Singleterry	Prepare litigation outlines for presentation.	0.30
09/22/23	Matthew Frankle	Review of PrimeBlock responses to diligence requests.	0.20
09/22/23	Kimberly Morzak	Monitor BKCoin receivership action and circulate relevant pleadings.	0.20
09/25/23	Matt Ferris	Review and consideration of PrimeBlock adversary proceeding status and next steps (.4); review and analysis of supplemental PrimeBlock deliverables (.6); correspond with BlockFi team [REDACTED] (.3).	1.30
09/25/23	Tom Zavala	Review information provided by PrimeBlock in furtherance of settlement (.2); review bankruptcy rules to determine updated response deadline (.3).	0.50

Invoice Number: 21614813
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/26/23	Charlie M. Jones	Analysis of issues to preserve attorney-client privilege and related protections.	0.50
09/26/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to PrimeBlock concerning financial support for settlement of pending adversary proceeding.	0.60
09/27/23	Matt Ferris	Correspond with counsel for CT Dept of Banking regarding litigation stay and related matters.	0.20
09/27/23	Matt Ferris	Review and consideration of status and next steps with respect to pending adversary proceedings.	0.40
09/28/23	Matt Ferris	Correspond with BlockFi team regarding [REDACTED]	0.20
09/29/23	Jordan Chavez	Correspond with [REDACTED]	0.50
09/29/23	Matt Ferris	Analyze status of BK Offshore receivership proceeding.	0.20

Chargeable Hours 23.70

Total Fees	\$22,234.50
Adjustment (15% Discount)	\$ (3,335.18)
Total Adjusted Fees	\$18,899.32

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	0.50	\$1,000.00	\$500.00
Matt Ferris	9.10	\$1,000.00	\$9,100.00
Matthew Frankle	0.50	\$1,150.00	\$575.00
Richard D. Anigian	0.20	\$1,200.00	\$240.00
Richard Kanowitz	3.70	\$1,400.00	\$5,180.00
Brian Singleterry	0.30	\$730.00	\$219.00
Jordan Chavez	0.50	\$775.00	\$387.50
Lauren Sisson	2.70	\$710.00	\$1,917.00
Tom Zavala	4.20	\$730.00	\$3,066.00
Kenneth J. Rusinko	0.50	\$525.00	\$262.50
Kimberly Morzak	1.50	\$525.00	\$787.50
Total Professional Summary			\$22,234.50

Invoice Number: 21614813
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

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Total Fees, Expenses and Charges **\$18,899.32**

Total Amount Due **USD \$18,899.32**

HAYNES BOONE

Invoice Number: 21614814
Invoice Date: October 26, 2023
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$71,606.00
Adjustment (15% Discount)	\$ (10,740.90)
Total Adjusted Fees	\$60,865.10
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$60,865.10
Total Invoice Balance Due	USD \$60,865.10

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614814** • Client Number **0063320.00017** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614814
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 5

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/04/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team regarding hearing schedule and related dates/deadlines.	0.30
09/06/23	Matt Ferris	Consideration of adjournment of pre-trial hearings and related matters.	0.40
09/11/23	Jordan Chavez	Prepare responses to chambers regarding September 20 and 21 hearings.	0.30
09/11/23	Matt Ferris	Review hearing schedule and consideration of related dates/deadlines (.3); correspond with BlockFi team regarding same (.2).	0.50
09/12/23	Matt Ferris	Prepare for September 14 hearing (.5); review and comment on hearing agenda (.1)	0.60
09/14/23	Jordan Chavez	Correspond with chambers regarding motion to quash.	0.20
09/14/23	Matt Ferris	Prepare for (.5) and participate in Digistar status conference hearing (.3).	0.80
09/14/23	Richard Kanowitz	Review and respond to notices and text orders from Chambers concerning court hearings scheduled for 9/15, 9/20 and 9/21.	0.60
09/14/23	Lauren Sisson	Attend status conference on Digistar settlement.	0.20
09/18/23	Jordan Chavez	Assist with agenda preparation and scheduling for September 20 hearing.	0.20
09/18/23	Matt Ferris	Review and comment on 9/20 hearing agenda.	0.20
09/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning agenda for 9.20 hearing.	0.40
09/18/23	Richard Kanowitz	Review and respond to letter from Ankura requesting chambers status conference on Ankura objection to Third Amended Plan.	0.40
09/18/23	Richard Kanowitz	Prepare for oral argument on contested matters and status conference presentation at court hearing on 9.20.	1.60
09/19/23	Matt Ferris	Review hearing schedule (.2); review and respond to correspondence from BlockFi team regarding same (.3); review and comment on revised draft of 9/20 hearing agenda (.1).	0.60
09/19/23	Richard Kanowitz	Prepare for contested court hearing and status conference on 9.20.	1.60
09/19/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning contested confirmation proceedings.	0.30

Invoice Number: 21614814
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/19/23	J. Frasher Murphy	Review amended Agendas for hearings scheduled for September 20 and 21.	0.40
09/19/23	Lauren Sisson	Review agenda and provide updates on various matters to remove.	0.30
09/20/23	Richard D. Anigian	Attend omnibus hearing.	0.50
09/20/23	Jordan Chavez	Prepare for and attend September 20 omnibus hearing (.7); correspond with debtors' professionals regarding same (.3).	1.00
09/20/23	Matt Ferris	Attend (via zoom) omnibus hearing.	0.50
09/20/23	Richard Kanowitz	Prepare for (.8) and attend court hearing on contested matters and status conference in Trenton, NJ on 9.20 (.5).	1.30
09/20/23	Richard Kanowitz	Prepare for and attend Chambers conference call on Ankura plan objection.	0.60
09/20/23	Kimberly Morzak	Communications with court reporter regarding hearing transcript.	0.20
09/20/23	Lauren Sisson	Attend virtual hearing on 3AC/FTX scheduling on estimation and objection motions and fee examiner's report.	0.50
09/21/23	Kimberly Morzak	Review and circulate September 20 hearing transcript.	0.20
09/21/23	Lauren Sisson	Attend virtual hearing on motion to lift stay and motion to dismiss UCC/DOJ adversary.	1.10
09/22/23	Richard Kanowitz	Prepare for oral argument on contested matters calendared for court hearing on 9.26.	2.20
09/22/23	Richard Kanowitz	Review and respond to emails to/from UST, counsel to UCC, BlockFi legal and financial teams, BRG, and Moelis concerning UST objection to BlockFi's pending PII redaction motion and request for final determination at 9.26 hearing.	0.80
09/23/23	Richard Kanowitz	Review and respond to emails to/from UST on scheduling hearing to determine BlockFi motion to seal names of counter-parties.	0.40
09/24/23	Richard Kanowitz	Prepare for contested hearing on confirmation, PII redaction and motion to modify class action standstill stipulation.	3.20
09/25/23	Jordan Chavez	Review and revise adjournment request for counterparty sealing motions (.1); assist with preparation of confirmation hearing materials (.6).	0.70
09/25/23	Richard Kanowitz	Prepare for contested court hearing on 9.26 regarding Third Amended Plan, PII redaction motion and class action plaintiff motion to modify standstill stipulation.	2.60
09/26/23	Richard D. Anigian	Attend confirmation hearing.	3.80

Invoice Number: 21614814
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/26/23	Jordan Chavez	Review and analyze agenda for confirmation hearing (.1); correspond with Kirkland regarding same (.1); prepare for and attend confirmation hearing (4.8).	5.00
09/26/23	Matt Ferris	Attend (via zoom) confirmation hearing.	2.00
09/26/23	Brad Foster	Monitor confirmation hearing, focusing on Wyatt objection, witness examinations, and oral argument (1.8); draft memo regarding same (.5).	2.30
09/26/23	Matthew Frankle	Attend confirmation hearing.	2.00
09/26/23	Alexander Grishman	Prepare for and attend final Disclosure Statement and Confirmation hearing.	3.80
09/26/23	Richard Kanowitz	Prepare for and attend court hearing on confirmation of Third Amended Plan and pending contested motions (8 am- 6 pm).	9.70
09/26/23	Kimberly Morzak	Communications with court reporter concerning confirmation hearing transcript.	0.20
09/26/23	J. Frasher Murphy	Review pleadings filed in advance of confirmation hearing (.4); participate in remote hearing on Disclosure Statement and Plan confirmation (3.8).	4.20
09/26/23	Lauren Sisson	Prepare for and attend confirmation hearing.	4.00
09/27/23	Kimberly Morzak	Communications with court reporter regarding status of confirmation hearing transcript.	0.10
09/28/23	Kimberly Morzak	Review and circulate confirmation hearing transcript.	0.30

Chargeable Hours 63.10

Total Fees \$71,606.00

Adjustment (15% Discount) \$ (10,740.90)

Total Adjusted Fees \$60,865.10

Invoice Number: 21614814
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

October 26, 2023
Page 5 of 5

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	3.80	\$1,075.00	\$4,085.00
Brad Foster	2.30	\$1,100.00	\$2,530.00
J. Frasher Murphy	4.60	\$1,100.00	\$5,060.00
Matt Ferris	5.90	\$1,000.00	\$5,900.00
Matthew Frankle	2.00	\$1,150.00	\$2,300.00
Richard D. Anigian	4.30	\$1,200.00	\$5,160.00
Richard Kanowitz	25.70	\$1,400.00	\$35,980.00
Jordan Chavez	7.40	\$775.00	\$5,735.00
Lauren Sisson	6.10	\$710.00	\$4,331.00
Kimberly Morzak	1.00	\$525.00	\$525.00
Total Professional Summary			\$71,606.00

Total Fees, Expenses and Charges

\$60,865.10

Total Amount Due

USD \$60,865.10

HAYNES BOONE

Invoice Number: 21614832
Invoice Date: October 26, 2023
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$1,430.00
Adjustment (15% Discount)	\$ (214.50)
Total Adjusted Fees	\$1,215.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,215.50
Total Invoice Balance Due	USD \$1,215.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614832** • Client Number **0063320.00019** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614832
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 2

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/05/23	Leslie C. Thorne	Review and analyze Arch letter (.3); strategize with team regarding same (.5).	0.80
09/07/23	Leslie C. Thorne	Review wallet-related findings responsive to Arch requests.	0.20
09/11/23	Leslie C. Thorne	Review defense invoices and correspond with broker regarding same.	0.10
09/21/23	Leslie C. Thorne	Review request for policies, determine policies covered and coordinate production.	0.20

Chargeable Hours 1.30

Total Fees	\$1,430.00
Adjustment (15% Discount)	\$ (214.50)
Total Adjusted Fees	\$1,215.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Leslie C. Thorne	1.30	\$1,100.00	<u>\$1,430.00</u>
Total Professional Summary			\$1,430.00

Total Fees, Expenses and Charges	\$1,215.50
Total Amount Due	USD \$1,215.50

HAYNES BOONE

Invoice Number: 21614815
Invoice Date: October 26, 2023
Matter Name: SOFAs and Schedules
Client/Matter Number: 0063320.00020
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$3,737.00
Adjustment (15% Discount)	\$ (560.55)
Total Adjusted Fees	\$3,176.45
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$3,176.45
Total Invoice Balance Due	USD \$3,176.45

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614815** • Client Number **0063320.00020** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614815
Matter Name: SOFAs and Schedules
Client/Matter Number: 0063320.00020
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 2

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/11/23	Jordan Chavez	Correspond with BlockFi and BRG regarding schedule amendments.	1.00
09/11/23	Lauren Sisson	Correspondence with client, Kroll, and BRG on updating Int'l Schedule F (.8); review and analyze prior schedules for certain creditors (.5).	1.30
09/14/23	Richard Kanowitz	Review and respond to emails to/from BRG, Kroll, BlockFi legal and financial teams concerning amendments to BlockFi International schedules and SOFA.	0.60
09/18/23	Richard Kanowitz	Review and respond to emails to/from Kroll, BRG and BlockFi legal and financial teams concerning amendments to BlockFi International schedules and SOFA.	0.40
09/18/23	Lauren Sisson	Review final draft of amended schedules and approve for filing.	0.90

Chargeable Hours 4.20

Total Fees	\$3,737.00
Adjustment (15% Discount)	\$ (560.55)
Total Adjusted Fees	\$3,176.45

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	1.00	\$1,400.00	\$1,400.00
Jordan Chavez	1.00	\$775.00	\$775.00
Lauren Sisson	2.20	\$710.00	\$1,562.00
Total Professional Summary			\$3,737.00

Total Fees, Expenses and Charges	\$3,176.45
Total Amount Due	USD \$3,176.45

HAYNES BOONE

Invoice Number: 21614816
Invoice Date: October 26, 2023
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$21,739.50
Adjustment (15% Discount)	\$ (3,260.93)
Total Adjusted Fees	\$18,478.57
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$18,478.57
Total Invoice Balance Due	USD \$18,478.57

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614816** • Client Number **0063320.00021** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614816
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 3

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/05/23	Richard D. Anigian	Analysis of issues regarding [REDACTED] (.2); communications with Emergent counsel regarding plan language (.2); communications with BlockFi legal regarding [REDACTED] (.4); analysis of Marex account statements (.9).	1.70
09/05/23	Alexander Grishman	Review Emergent Pledge Agreement and UCC1 filing statement to confirm collateral.	0.70
09/05/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial team concerning [REDACTED]	0.70
09/05/23	Brian Singleterry	Review and analyze production from Emergent .	1.50
09/06/23	Richard D. Anigian	Multiple communications with BlockFi Legal and Financial teams regarding [REDACTED] (.8); analysis of pledged collateral and [REDACTED] (.6).	1.40
09/06/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial team concerning [REDACTED]	0.90
09/06/23	Brian Singleterry	Analyze Emergent production (.9); communications with client regarding [REDACTED] (.3).	1.20
09/07/23	Richard D. Anigian	Analysis of issues related to transactions [REDACTED] (.6); communications with BlockFi Legal [REDACTED] (.2).	0.80
09/07/23	Brian Singleterry	Research and investigate issues connected with Emergent (.5); prepare memo [REDACTED] (.8).	1.30
09/08/23	Richard Kanowitz	Review and respond to emails to/from counsel to Emergent concerning clarification of carve out from plan release for any alleged claims held by Emergent against BlockFi.	0.40
09/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial team concerning [REDACTED]	0.60
09/08/23	Brian Singleterry	Review and analyze production from Emergent.	0.20
09/11/23	Brian Singleterry	Analyze documents and prepare memo on [REDACTED]	3.50
09/12/23	Richard Kanowitz	Review and analyze Emergent limited objection to BlockFi's motion to estimate FTX claims.	0.60

Invoice Number: 21614816
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/12/23	Brian Singleterry	Prepare and edit memo on [REDACTED] (.5); create background for [REDACTED] with evidentiary cites (.7).	1.20
09/20/23	Richard Kanowitz	Review and analyze filed MOR for Emergent.	0.20
09/20/23	Richard Kanowitz	Review and analyze order granting interim fee application of counsel to Emergent.	0.20
09/26/23	Richard D. Anigian	Analyze claims and defenses regarding [REDACTED]	0.80
09/27/23	Richard D. Anigian	Strategize regarding [REDACTED]	1.20
09/27/23	Nick Bunch	Analyze issues regarding [REDACTED]	0.30
09/28/23	Richard D. Anigian	Analysis and strategize regarding claims [REDACTED]	1.30
09/28/23	Nick Bunch	Analysis of issues regarding [REDACTED]	0.60

Chargeable Hours 21.30

Total Fees	\$21,739.50
Adjustment (15% Discount)	\$ (3,260.93)
Total Adjusted Fees	\$18,478.57

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.70	\$1,075.00	\$752.50
Nick Bunch	0.90	\$900.00	\$810.00
Richard D. Anigian	7.20	\$1,200.00	\$8,640.00
Richard Kanowitz	3.60	\$1,400.00	\$5,040.00
Brian Singleterry	8.90	\$730.00	\$6,497.00
Total Professional Summary			\$21,739.50

Total Fees, Expenses and Charges	\$18,478.57
Total Amount Due	USD \$18,478.57

HAYNES BOONE

Invoice Number: 21614817
Invoice Date: October 26, 2023
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$160,420.00
Adjustment (15% Discount)	\$ (24,063.00)
Total Adjusted Fees	\$136,357.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$136,357.00
Total Invoice Balance Due	USD \$136,357.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614817** • Client Number **0063320.00023** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 10

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard D. Anigian	Review amended schedules and SOFA's regarding references to BlockFi.	1.10
09/01/23	Richard D. Anigian	Call with BlockFi Financial regarding issues [REDACTED] (.4); work on discovery requests regarding FTX claim objection (.9).	1.30
09/01/23	Jordan Chavez	Correspond with BlockFi and Committee counsel regarding FTX discovery.	0.30
09/01/23	Richard Kanowitz	Review and analyze notices, motions and pleading filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi liens, claims and interests against FTX debtors.	1.60
09/01/23	Brian Singleterry	Analyze and research FTX/Alameda proceedings (1.0); prepare and edit discovery requests (2.2).	3.20
09/05/23	Richard D. Anigian	Call with counsel for FTX regarding estimation motion and claim objection.	0.50
09/05/23	Jordan Chavez	Correspond with BlockFi and FTX regarding estimation motion and claim objection.	0.70
09/05/23	Alexander Grishman	Review filings with SEC [REDACTED]	0.60
09/05/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team and counsel for FTX debtors concerning BlockFi estimation motion and claims objection and potential resolution of same.	0.60
09/05/23	Richard Kanowitz	Review and analyze pleadings and motions filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi's liens, claims and interests against FTX debtors.	1.20
09/05/23	Brian Singleterry	Review and analyze production from FTX.	1.50
09/05/23	Lauren Sisson	Participate in call with BlockFi Legal Team regarding [REDACTED] [REDACTED]	0.30
09/06/23	Richard D. Anigian	Review FTX proposal to resolve estimation motion and claim objection (.2); prepare proposed response to same (.4).	0.60
09/06/23	Jordan Chavez	Correspond with BlockFi regarding [REDACTED]	0.20
09/06/23	Matthew Frankle	Review of potential settlement terms from counsel for FTX.	0.50
09/06/23	Alexander Grishman	Analyze open issues regarding HOOD shares and sale.	0.50
09/06/23	Alexander Grishman	Review and provide comments on settlement offer from FTX's counsel.	1.40

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/06/23	Richard Kanowitz	Review and respond to emails to/from BlockFi's legal and financial teams, and counsel to FTX debtors concerning settlement offer by FTX to resolve BlockFi's pending estimation motion and claim objections.	0.80
09/06/23	Richard Kanowitz	Review and analyze pleadings and motions filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi's liens, claims and interests against FTX debtors.	0.90
09/06/23	Kimberly Morzak	Research regarding [REDACTED]	1.10
09/06/23	J. Frasher Murphy	Review and analysis of proposed settlement terms to resolve objection and motion to estimate FTX claims (.6); correspondence with BlockFi financial and legal teams [REDACTED] (.3).	0.90
09/06/23	Brian Singleterry	Analyze FTX production.	0.90
09/07/23	Richard D. Anigian	Strategize regarding potential [REDACTED] (.4) ; communication regarding updated proposal (.2).	0.60
09/07/23	Matthew Frankle	Review proposed stipulation by FTX to resolve BlockFi's pending estimation motion and claim objections.	0.40
09/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi's legal and financial teams, counsel to UCC and Bermuda JPLs concerning settlement offer by FTX to resolve BlockFi's pending estimation motion and claim objections.	0.80
09/07/23	Richard Kanowitz	Prepare for and conduct conference calls with BlockFi legal team and counsel for UCC concerning BlockFi estimation motion and claims objection and potential resolution of same.	0.40
09/07/23	Richard Kanowitz	Review and edit settlement offer by FTX to resolve BlockFi's pending estimation motion and claim objections.	1.20
09/07/23	J. Frasher Murphy	Review and analysis of settlement terms in connection with BlockFi's motion to estimate FTX claims/objection to claims (.6); emails with BlockFi legal and financial teams [REDACTED] (.4); correspondence with JPLs and UCC regarding same (.3).	1.30
09/07/23	Brian Singleterry	Analyze document production from Emergent and FTX.	2.00
09/08/23	Richard Kanowitz	Review and respond to emails to/from Derek Abbot concerning [REDACTED]	0.40
09/08/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning FTX proposal to resolve BlockFi's pending estimation motion and claims objection.	0.20
09/08/23	Richard Kanowitz	Review and analyze cases [REDACTED]	0.40

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 10

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/11/23	Richard D. Anigian	Review notice of agenda for 9-13 hearing.	0.20
09/11/23	Jordan Chavez	Correspond with committee counsel regarding FTX estimation and claim objection.	0.60
09/11/23	Matt Ferris	Review correspondence regarding estimation proceedings.	0.20
09/11/23	Alexander Grishman	Review FTX presentation to creditors.	1.20
09/11/23	Richard Kanowitz	Review and analyze presentations, pleadings and motions filed by FTX debtors and other parties in interest impacting and/or prejudicing BlockFi's liens, claims and interests against FTX debtors.	1.20
09/11/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi's legal team and UCC counsel concerning settlement offer by FTX to resolve BlockFi's pending estimation motion and claim objections.	0.80
09/11/23	Richard Kanowitz	Prepare outline of oral argument for hearing on BlockFi's estimation motion and claims objections.	1.80
09/11/23	Lauren Sisson	Participate in call with UCC on FTX estimation/objection to claims.	0.60
09/12/23	Matt Ferris	Review and analysis of Emergent objection to motion to estimate.	0.50
09/12/23	J. Frasher Murphy	Review and analyze pleadings filed in FTX cases in connection with estimation proceedings.	0.60
09/12/23	Brian Singleterry	Prepare and edit memo [REDACTED] (.5); create background for any future litigation [REDACTED] (.8).	1.30
09/13/23	Richard D. Anigian	Conference call with Sullivan & Cromwell regarding estimation motion and discuss options (.5); analyze FTX objection to estimation (.4); strategize regarding same (.3).	1.20
09/13/23	Matt Ferris	Review and analysis of FTX objection to estimation.	0.50
09/13/23	Alexander Grishman	Review Emergent Objection to FTX Estimation Motion regarding Robinhood share collateral.	1.60
09/13/23	Richard Kanowitz	Prepare for and conduct conference call with M3 and UCC counsel concerning objections to FTX claims.	0.20
09/13/23	Richard Kanowitz	Prepare for and conduct meet and confer with counsel to FTX on BlockFi's pending estimation motion and claims objection.	0.40
09/13/23	J. Frasher Murphy	Review reservation of rights filed by FTX in connection with claim objection.	0.30
09/13/23	Lauren Sisson	Attend virtual hearing on various FTX matters (.9); prepare summary of same (.2).	1.10

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/14/23	Richard D. Anigian	Strategize regarding estimation motion and claim objection (.8); strategize regarding discovery related to same (.6).	1.40
09/14/23	Jordan Chavez	Prepare strategy and workstream schedule for FTX litigation (.5); correspond with Debtors' professionals regarding same (.3); strategize regarding joint scheduling order (.3).	1.10
09/14/23	J. Frasher Murphy	Work on strategy development in connection with responses and objections to prepare in connection with FTX matters.	0.60
09/14/23	Brian Singleterry	Review and analyze status of estimation motion and hearing.	0.30
09/14/23	Lauren Sisson	Review and analyze FTX response to claim objection and objection to motion to estimate.	1.10
09/15/23	Richard D. Anigian	Review discovery requests from FTX (.4); prepare strategy for responding to same (.3).	0.70
09/15/23	Jordan Chavez	Correspond with BlockFi and debtors' professionals regarding [REDACTED]	0.40
09/15/23	Matt Ferris	Review FTX discovery requests (.5); consideration of next steps with respect to same (.2).	0.70
09/15/23	Richard Kanowitz	Review and analyze pleadings, statements and motions filed by FTX debtors impacting and/or prejudicing BlockFi liens, claims and interests in FTX debtor proceedings.	1.10
09/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.60
09/15/23	Richard Kanowitz	Review and analyze discovery demands and 30b6 deposition subpoena served by FTX on BlockFi for contested plan proceedings.	1.30
09/15/23	J. Frasher Murphy	Review and analyze discovery served by FTX in connection with Plan and plan related matters (.6); strategy development in connection with same (.2).	0.80
09/18/23	Richard D. Anigian	Analyze proposed FTX stipulation.	0.30
09/18/23	Matt Ferris	Review and analysis of proposed stipulation.	0.30
09/18/23	Richard Kanowitz	Prepare for and conduct conference calls with BlockFi legal and financial teams concerning [REDACTED]	0.80
09/18/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning discovery demands issued by FTX debtors for contested plan proceedings.	0.30

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/18/23	Richard Kanowitz	Prepare revised term sheet to resolve FTX debtors' objections to estimation motion, claim objection and contested plan proceedings.	0.80
09/18/23	Lauren Sisson	Participate in call with UCC on FTX objections/estimation issues.	0.40
09/19/23	Richard Kanowitz	Review and analyze pleadings, notices, motions and complaints filed by FTX debtors which prejudice and/or impact BlockFi liens, claims and interest in FTX proceedings.	0.90
09/20/23	Richard D. Anigian	Conference call regarding potential settlement of claims and estimation motion (.5); analysis of issues regarding requested discovery by FTX (.2).	0.70
09/20/23	Jordan Chavez	Review and analyze discovery responses (.5); correspond with FTX counsel regarding stipulation (.3).	0.80
09/20/23	Matt Ferris	Consideration of and strategy development with respect to FTX claim objection/estimation matters and timeline (.6); correspond with BlockFi team regarding same (.3).	0.90
09/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.70
09/20/23	Richard Kanowitz	Prepare for and conduct meet and confer with counsel for FTX debtors concerning potential resolution of BlockFi's pending motion to estimate FTX claims and 9th Omnibus Objection to FTX claims.	1.20
09/20/23	J. Frasher Murphy	Analysis of procedural matters and scheduling issues related to FTX claim objection and estimation motion (.4); strategy development in connection with same (.3).	0.70
09/20/23	Tom Zavala	Discuss [REDACTED] with BlockFi legal team.	0.50
09/21/23	Richard D. Anigian	Strategize regarding potential timeline for estimation and claims objections for FTX.	0.60
09/21/23	Richard D. Anigian	Review pleadings seeking stay relief for potential impact on BlockFi (.7); review updated proposal to resolve estimation motion and claim objection (.6); strategize regarding same (.3); communications with client and UCC regarding same (.2); analyze [REDACTED] (.8).	2.60
09/21/23	Jordan Chavez	Review and analyze media reports on potential settlement with FTX.	0.30
09/21/23	Alexander Grishman	Negotiation of stipulation with FTX's counsel.	0.60
09/21/23	Richard Kanowitz	Prepare pretrial schedule for BlockFi claims objections and pending estimation motion.	1.60
09/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC counsel and FTX debtors counsel concerning proposed settlement for BlockFi's pending estimation motion and claims objection.	0.80

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/21/23	Tom Zavala	Analyze [REDACTED] with BlockFi legal team.	0.10
09/22/23	Richard D. Anigian	Multiple communications and calls with BlockFi legal and financial teams regarding [REDACTED]	1.00
09/22/23	Richard D. Anigian	Analysis of [REDACTED] (1.3); strategize regarding potential resolution of estimation motion and claims objection (.4).	1.70
09/22/23	Richard D. Anigian	Review and analyze draft settlement documents related to potential agreement with FTX (1.2); call with BlockFi and UCC counsel regarding potential FTX settlement (.5); call with FTX regarding settlement (.4).	2.10
09/22/23	Jordan Chavez	Review and analyze FTX revisions to stipulation and plan (.5); strategize with debtors' professionals regarding same (.2).	0.70
09/22/23	Alexander Grishman	Develop litigation strategy [REDACTED]	1.20
09/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC counsel and FTX debtors' counsel concerning proposed settlement for BlockFi's pending estimation motion and claims objection.	1.40
09/22/23	Tom Zavala	Discuss [REDACTED] with BlockFi legal team (.3); review case law and evidence summary regarding FTX claims (.7).	1.00
09/23/23	Matthew Frankle	Research [REDACTED]	0.50
09/23/23	Brian Singleterry	Prepare [REDACTED]	1.30
09/23/23	Tom Zavala	Analyze and review [REDACTED] and develop counterarguments (2.5); review estimation motion, objection to FTX claims and FTX claims analysis (1.1); prepare [REDACTED] [REDACTED] 1.5); correspond with BlockFi legal team regarding same (.3).	5.40
09/24/23	Jordan Chavez	Review, analyze, and revise proposed stipulation.	0.40
09/24/23	Alexander Grishman	Analysis and preparation of [REDACTED]	1.80
09/24/23	Richard Kanowitz	Prepare for and conduct conference calls with BlockFi legal team, UCC counsel and FTX debtors' counsel concerning revised and edits to proposed stipulation by FTX debtors to resolve BlockFi's pending estimation motion and claims objection.	0.70
09/24/23	Richard Kanowitz	Review and analyze proposed stipulation (multiple revisions) by FTX debtors to resolve BlockFi's pending estimation motion and claims objection.	0.90

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC counsel and FTX debtors counsel concerning revisions and edits to proposed stipulation by FTX debtors to resolve BlockFi's pending estimation motion and claims objection.	0.70
09/24/23	Richard Kanowitz	Review and analyze FTX notice on KYC protocol for customer proof of claim filed by BlockFi.	0.30
09/24/23	Brian Singleterry	Prepare [REDACTED] (1.5); prepare [REDACTED] (2.5); prepare [REDACTED] (1.3).	5.30
09/24/23	Tom Zavala	Research and analyze [REDACTED] (4.7); pursue strategy regarding [REDACTED] (1.0).	5.70
09/25/23	Richard D. Anigian	Analysis of [REDACTED] (3.8); analysis of BlockFi assets on FTX exchanges (.4).	4.20
09/25/23	Richard D. Anigian	Review final documents related to settlement with FTX.	0.60
09/25/23	Jordan Chavez	Review and analyze FTX revisions to FTX stipulation (.3); review and analyze final FTX stipulation (.2).	0.50
09/25/23	Matthew Frankle	Analyze [REDACTED]	1.50
09/25/23	Alexander Grishman	Continue to develop litigation strategy [REDACTED]	1.80
09/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC counsel and FTX debtors' counsel concerning final agreement on terms and conditions of stipulation to resolve BlockFi's pending estimation motion and claims objection.	0.60
09/25/23	J. Frasher Murphy	Analysis and strategy development regarding [REDACTED] (.4); analysis of elements of [REDACTED] (.4).	0.80
09/25/23	Brian Singleterry	Analyze [REDACTED] (1.8); prepare litigation outlines and presentation (3.9).	5.70
09/25/23	Tom Zavala	Analyze elements [REDACTED] (2.0); prepare case map summarizing [REDACTED] (3.2); correspond with BlockFi legal team [REDACTED] (.5).	5.70
09/26/23	Richard D. Anigian	Analyze claims and defense regarding [REDACTED]	2.10
09/26/23	Matthew Frankle	Prepare revisions and comments to [REDACTED]	1.00

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/26/23	Brian Singleterry	Research and investigate [REDACTED] (2.2); strategy development regarding same (1.2).	3.40
09/27/23	Richard D. Anigian	Strategize regarding claims and defenses regarding FTX [REDACTED]	2.30
09/27/23	Jordan Chavez	Review and revise proposed scheduling order (.5); review and revise [REDACTED] (.4); review, analyze, and summarize [REDACTED] (1).	1.90
09/27/23	Matthew Frankle	Develop litigation strategy (.5); draft revisions [REDACTED] (.8).	1.30
09/27/23	Alexander Grishman	Continue to develop strategy regarding [REDACTED]	2.30
09/27/23	Richard Kanowitz	Prepare [REDACTED]	2.70
09/27/23	Brian Singleterry	Research and analyze [REDACTED] (4.0); outline [REDACTED] against same (2.3).	6.30
09/27/23	Tom Zavala	Discuss [REDACTED] with BlockFi and BlockFi legal team.	0.40
09/28/23	Richard D. Anigian	Analysis of claims and defenses (1.4); pursue strategy regarding same (1.2).	2.60
09/28/23	Alexander Grishman	Continue development of [REDACTED]	1.80
09/28/23	Richard Kanowitz	Prepare [REDACTED]	1.30
09/29/23	Richard Kanowitz	Review and analyze notices, pleadings and motions filed by FTX debtors and parties in interest in FTX proceedings that impact and/or prejudice BlockFi liens, claims and interests.	1.40
09/29/23	Richard Kanowitz	Review and analyze 3AC motion to lift stay and supporting papers to proceed in BVI against FTX debtors and to bolster 3AC coordination motion against BlockFi.	1.80
09/30/23	Matthew Frankle	Review of ad hoc committee motion regarding timing of valuation.	0.30

Chargeable Hours 155.10

Total Fees	\$160,420.00
Adjustment (15% Discount)	\$ (24,063.00)
Total Adjusted Fees	\$136,357.00

Invoice Number: 21614817
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

October 26, 2023
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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	14.80	\$1,075.00	\$15,910.00
J. Frasher Murphy	6.00	\$1,100.00	\$6,600.00
Matt Ferris	3.10	\$1,000.00	\$3,100.00
Matthew Frankle	5.50	\$1,150.00	\$6,325.00
Richard D. Anigian	28.40	\$1,200.00	\$34,080.00
Richard Kanowitz	34.80	\$1,400.00	\$48,720.00
Brian Singleterry	31.20	\$730.00	\$22,776.00
Jordan Chavez	7.90	\$775.00	\$6,122.50
Lauren Sisson	3.50	\$710.00	\$2,485.00
Tom Zavala	18.80	\$730.00	\$13,724.00
Kimberly Morzak	1.10	\$525.00	\$577.50
Total Professional Summary			\$160,420.00

Total Fees, Expenses and Charges

\$136,357.00

Total Amount Due

USD \$136,357.00

HAYNES BOONE

Invoice Number: 21614818
Invoice Date: October 26, 2023
Matter Name: Travel Time
Client/Matter Number: 0063320.00024
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$568.00
Adjustment (15% Discount)	\$ (85.20)
Total Adjusted Fees	\$482.80
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$482.80
Total Invoice Balance Due	USD \$482.80

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614818** • Client Number **0063320.00024** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614818
Matter Name: Travel Time
Client/Matter Number: 0063320.00024
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 2

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/26/23	Lauren Sisson	Travel to and from Trenton courthouse from home (billed at 1/2 of actual time).	0.80

Chargeable Hours 0.80

Total Fees \$568.00

Adjustment (15% Discount) \$ (85.20)

Total Adjusted Fees \$482.80

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lauren Sisson	0.80	\$710.00	\$568.00
Total Professional Summary			\$568.00

Total Fees, Expenses and Charges \$482.80

Total Amount Due USD \$482.80

HAYNES BOONE

Invoice Number: 21614819
Invoice Date: October 26, 2023
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$29,400.00
Adjustment (15% Discount)	\$ (4,410.00)
Total Adjusted Fees	\$24,990.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$24,990.00
Total Invoice Balance Due	USD \$24,990.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

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P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614819** • Client Number **0063320.00025** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614819
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 4

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and Walkers concerning [REDACTED]	0.40
09/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and Bermuda JPLs concerning [REDACTED]	0.80
09/08/23	Richard Kanowitz	Prepare for and conduct conference call with Faegre Drinker, counsel to Bermuda JPLs, concerning [REDACTED]	0.20
09/11/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs concerning [REDACTED]	0.60
09/13/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs concerning [REDACTED]	0.40
09/13/23	Richard Kanowitz	Review and analyze draft power of attorney authorizing plan administrator to act on behalf of BFI in US proceedings.	0.40
09/13/23	J. Frasher Murphy	Review and analyze draft of power of attorney for plan administrator in connection with BlockFi International (.5); communications with Walkers team [REDACTED] (.2).	0.70
09/15/23	J. Frasher Murphy	Review and analyze draft of amended power of attorney for Plan Administrator.	0.50
09/17/23	Richard Kanowitz	Review and analyze revised power of attorney for BF International to implement plan of reorganization.	0.60
09/18/23	Richard D. Anigian	Review draft summons and recognition order.	0.30
09/18/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers and BlockFi legal team concerning [REDACTED]	0.60
09/20/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers, and BlockFi legal team concerning [REDACTED]	0.40

Invoice Number: 21614819
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/23/23	Richard Kanowitz	Review, analyze and edit draft recognition summons, order and third affidavit of Mark Renzi in support of Bermuda wind down proceedings for BlockFi International.	1.40
09/23/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and Walkers concerning [REDACTED]	0.30
09/25/23	J. Frasher Murphy	Review proposed drafts of recognition summons, order, and third affidavit of Mark Renzi (1.6); draft initial revisions to recognition order and third affidavit of M. Renzi (1.5).	3.10
09/26/23	Richard Kanowitz	Review and analyze Mark Renzi affidavit in support of Bermuda wind down proceeding to recognize confirmation of BlockFi's Third Amended Plan.	0.70
09/26/23	J. Frasher Murphy	Review, revise, and draft further revisions and inserts to M. Renzi declaration to address resolution of Plan objections and confirmation/disclosure statement ruling from court (2.2); emails with Walkers team and client [REDACTED] (.2).	2.40
09/27/23	Richard Kanowitz	Review and respond to emails to/from Walkers and BRG concerning edits and comments to revised Mark Renzi affidavit in support of Bermuda Court recognition of confirmation order for Third Amended Plan.	0.80
09/27/23	J. Frasher Murphy	Draft further revisions and inserts to M. Renzi affidavit (1.2); review exhibits to same (.4); review revisions from BRG to M. Renzi affidavit (.5); draft further revisions to same (.5); review initial draft of Joel Edwards affidavit (.8); numerous emails with BRG team and Walkers team regarding affidavits revisions thereto (.7).	4.10
09/28/23	Richard Kanowitz	Review and respond to emails to/from BRG and Walkers concerning revised Mark Renzi affidavit in support of Bermuda wind down proceeding to recognize confirmation of BlockFi's Third Amended Plan.	0.60
09/28/23	Richard Kanowitz	Review and analyze revised Mark Renzi affidavit in support of Bermuda wind down proceeding to recognize confirmation of BlockFi's Third Amended Plan.	0.60
09/28/23	J. Frasher Murphy	Review and comment on revised draft of M. Renzi affidavit (.7); emails with Walkers team and BRG regarding same (.3); review and comment on draft of affidavit of Joel Edwards in support of the recognition summons (.9); further communications with Walkers team regarding [REDACTED] (.4); review further revised draft of M. Renzi affidavit (.5); further emails with Walkers and BRG teams regarding same (.4).	3.20
09/29/23	J. Frasher Murphy	Review final form of affidavit of M. Renzi and exhibits thereto (.6); communications with BRG and Walkers regarding same (.3); review summons scheduling recognition hearing for October 6 (.3).	1.20

Invoice Number: 21614819
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

October 26, 2023
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Chargeable Hours 24.30

Total Fees \$29,400.00

Adjustment (15% Discount) \$ (4,410.00)

Total Adjusted Fees \$24,990.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	15.20	\$1,100.00	\$16,720.00
Richard D. Anigian	0.30	\$1,200.00	\$360.00
Richard Kanowitz	8.80	\$1,400.00	<u>\$12,320.00</u>
Total Professional Summary			\$29,400.00

Total Fees, Expenses and Charges \$24,990.00

Total Amount Due USD \$24,990.00

HAYNES BOONE

Invoice Number: 21614820
Invoice Date: October 26, 2023
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$710.00
Adjustment (15% Discount)	\$ (106.50)
Total Adjusted Fees	\$603.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$603.50
Total Invoice Balance Due	USD \$603.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614820** • Client Number **0063320.00026** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614820
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 2

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/12/23	Lauren Sisson	Correspondence with client regarding assumption of vendor contract and cure payment (.3); correspondence with client regarding invoice from terminated vendor (.2).	0.50
09/20/23	Lauren Sisson	Correspondence with client on possible rejection of critical vendor.	0.50

Chargeable Hours 1.00

Total Fees	\$710.00
Adjustment (15% Discount)	\$ (106.50)
Total Adjusted Fees	\$603.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lauren Sisson	1.00	\$710.00	<u>\$710.00</u>
Total Professional Summary			\$710.00

Total Fees, Expenses and Charges	\$603.50
Total Amount Due	USD \$603.50

HAYNES BOONE

Invoice Number: 21614821
Invoice Date: October 26, 2023
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$6,885.00
Adjustment (15% Discount)	\$ (1,032.75)
Total Adjusted Fees	\$5,852.25
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$5,852.25
Total Invoice Balance Due	USD \$5,852.25

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614821** • Client Number **0063320.00028** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614821
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 3

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/05/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO and BlockFi financial and legal teams concerning [REDACTED]	0.40
09/07/23	Richard Kanowitz	Prepare for and conduct conference call with CRO and BlockFi financial and legal teams concerning [REDACTED]	0.40
09/12/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, and BlockFi financial and legal teams concerning [REDACTED]	0.60
09/14/23	Richard Kanowitz	Prepare for and conduct conference calls with CEO, COO, CRO and BlockFi financial and legal teams concerning [REDACTED]	0.70
09/19/23	Jordan Chavez	Correspond with BlockFi executives and legal team regarding [REDACTED]	0.50
09/19/23	Richard Kanowitz	Prepare for and conduct conference calls with CEO, COO, CRO and BlockFi financial and legal teams concerning [REDACTED]	0.60
09/21/23	Richard Kanowitz	Prepare for and conduct conference call with CEO and BlockFi legal and financial teams concerning [REDACTED]	0.60
09/26/23	Jordan Chavez	Prepare outline of postconfirmation workstreams for discussion with UCC and advisors.	0.30
09/27/23	Jordan Chavez	Prepare confirmation and wallet withdrawal summary for state regulators (1.0); correspond with BlockFi and Covington regarding same (.4).	1.40
09/28/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO and BlockFi legal and financial teams concerning [REDACTED]	0.40

Chargeable Hours 5.90

Total Fees	\$6,885.00
Adjustment (15% Discount)	\$ (1,032.75)
Total Adjusted Fees	\$5,852.25

Invoice Number: 21614821
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	3.70	\$1,400.00	\$5,180.00
Jordan Chavez	2.20	\$775.00	<u>\$1,705.00</u>
Total Professional Summary			\$6,885.00

Total Fees, Expenses and Charges **\$5,852.25**

Total Amount Due **USD \$5,852.25**

HAYNES BOONE

Invoice Number: 21614822
Invoice Date: October 26, 2023
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$3,027.50
Adjustment (15% Discount)	\$ (454.13)
Total Adjusted Fees	\$2,573.37
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$2,573.37
Total Invoice Balance Due	USD \$2,573.37

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

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P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614822** • Client Number **0063320.00032** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614822
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 2

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Kimberly Morzak	Assist in tracking and reporting of cost savings and expenditures for UCC consideration.	0.40
09/08/23	Jordan Chavez	Prepare end of August report for Committee (.8); correspond with debtors' professionals regarding same (.2).	1.00
09/08/23	Kimberly Morzak	Assemble data for bi-weekly report to UCC.	0.30
09/20/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning approval of August MORs for debtors.	0.40
09/21/23	Jordan Chavez	Review, analyze, and comment on monthly operating reports (.8); correspond with BRG regarding same (.2).	1.00
09/21/23	J. Frasher Murphy	Review Monthly Operating Reports.	0.50

Chargeable Hours 3.60

Total Fees	\$3,027.50
Adjustment (15% Discount)	\$ (454.13)
Total Adjusted Fees	\$2,573.37

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	0.50	\$1,100.00	\$550.00
Richard Kanowitz	0.40	\$1,400.00	\$560.00
Jordan Chavez	2.00	\$775.00	\$1,550.00
Kimberly Morzak	0.70	\$525.00	\$367.50
Total Professional Summary			\$3,027.50

Total Fees, Expenses and Charges	\$2,573.37
Total Amount Due	USD \$2,573.37

HAYNES BOONE

Invoice Number: 21614824
Invoice Date: October 26, 2023
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$37,951.50
Adjustment (15% Discount)	\$ (5,692.73)
Total Adjusted Fees	\$32,258.77
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$32,258.77
Total Invoice Balance Due	USD \$32,258.77

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614824** • Client Number **0063320.00034** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614824
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 5

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Jordan Chavez	Review and analyze creditor claim (.4); correspond with Mr. Chapman regarding same (.4).	0.80
09/01/23	Richard Kanowitz	Review and respond to several emails and voicemails from creditors concerning confirmation proceedings, voting, ballots and return of assets.	1.20
09/01/23	Lauren Sisson	Call with creditor on balloting, scheduling, and Wallet issues (.6); correspondence with various creditors regarding loan set off, balloting, and Wallet issues (1.2).	1.80
09/04/23	Lauren Sisson	Respond to creditor inquiries on Wallet, voting, and scheduled claims.	0.80
09/05/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	1.60
09/05/23	Lauren Sisson	Respond to creditor inquiries on ballots and voting process.	0.40
09/06/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.90
09/06/23	Lauren Sisson	Respond to various creditor inquiries regarding balloting, claim classes, voting procedures, and Wallet.	1.90
09/06/23	Tom Zavala	Respond to creditor inquiry regarding status of distributions.	0.20
09/07/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.60
09/07/23	Tom Zavala	Respond to 26 BlockFi client inquiries regarding amended plan, status of distributions, voting deadline, account access issues, and general questions regarding the bankruptcy process.	5.10
09/08/23	J. Frasher Murphy	Calls with wallet holder regarding classification of claims under Plan (.4); review claims information from Kroll in connection with same (.3).	0.70
09/08/23	Tom Zavala	Respond to two BlockFi client inquiries.	0.30
09/11/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.70

Invoice Number: 21614824
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/11/23	Lauren Sisson	Respond to creditor inquiries on objections to claims, case status, and wallet withdrawals.	1.10
09/11/23	Tom Zavala	Respond to BlockFi client inquiry regarding distributions.	0.10
09/12/23	Jordan Chavez	Respond to creditor inquiries regarding reconciliation.	0.40
09/12/23	Matthew Frankle	Email responses for creditor inquiry.	0.20
09/12/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.80
09/12/23	Lauren Sisson	Respond to creditor inquiries on claim objections, distributions, and case status.	0.70
09/13/23	Jordan Chavez	Correspond with creditors' counsel regarding 11th omnibus objection.	0.40
09/13/23	Lauren Sisson	Respond to creditor inquiries on claim objections, wallet withdrawals, and distributions.	0.70
09/13/23	Tom Zavala	Respond to BlockFi client inquiry regarding Persona identity verification issues.	0.10
09/14/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.70
09/15/23	Jordan Chavez	Correspond with creditors regarding 10th and 11th omnibus claim objection inquiries.	0.60
09/15/23	Lauren Sisson	Respond to creditor inquiries on 10th and 11th claim objections, distributions, tax questions, and wallet withdrawals.	1.50
09/18/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.80
09/18/23	Lauren Sisson	Respond to creditor inquiries regarding loan collateral questions and claim objections.	1.20
09/19/23	Jordan Chavez	Respond to various creditor inquiries regarding plan and omnibus objections.	0.50
09/19/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and plan confirmation proceedings.	0.80
09/19/23	Lauren Sisson	Respond to various creditor inquiries on scheduled claims, 10th and 11th omnibus objections, and distributions.	1.50

Invoice Number: 21614824
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/20/23	Lauren Sisson	Respond to creditor inquiries on 11th omnibus objection to various claims.	0.90
09/20/23	Tom Zavala	Review letter correspondence from BlockFi client (.2); telephone conference with client to discuss his issues regarding identity verification and wallet withdrawal (.3).	0.50
09/21/23	Lauren Sisson	Respond to various creditor inquiries on claims objections, address updates, and communications from Kroll.	1.30
09/21/23	Tom Zavala	Receive call from client regarding wallet withdrawal issues.	0.10
09/22/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and voting/plan confirmation proceedings.	0.60
09/25/23	Jordan Chavez	Review and respond to various creditor inquiries.	0.40
09/25/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets, claim objections and plan confirmation proceedings.	0.60
09/25/23	Lauren Sisson	Respond to creditor inquiries on withdrawals, claims, and distributions.	2.10
09/25/23	Tom Zavala	Correspond with BlockFi client regarding cause of blocked wallet transfer and instructions to resolve the block.	0.10
09/26/23	Richard Kanowitz	Review and respond to emails and voicemail from creditors concerning return of assets, plan confirmation and claim issues.	0.20
09/26/23	Lauren Sisson	Respond to creditor inquiry concerning claim objection and plan class issue.	0.40
09/26/23	Tom Zavala	Discuss creditor's wallet withdrawal issues with BlockFi and creditor.	0.40
09/27/23	Lauren Sisson	Respond to creditors inquiries on claim objections, distributions, and wallet withdrawals.	0.80
09/28/23	Jordan Chavez	Review and respond to creditor inquiries regarding confirmation and claim objections.	0.50
09/28/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets and claim objections.	0.70
09/28/23	Lauren Sisson	Respond to creditor inquiries on claim objections.	0.40
09/29/23	Jordan Chavez	Review and respond to creditor inquiries regarding claim objections.	0.30
09/29/23	Richard Kanowitz	Review and respond to several emails and voicemails of creditors seeking assistance with legal issues for BlockFi, including return of assets, claim objections and plan confirmation proceedings.	0.70

Invoice Number: 21614824
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

October 26, 2023
Page 5 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/29/23	Lauren Sisson	Respond to creditor inquiries on claim objections, distributions, and Wallet withdrawals.	1.30
09/30/23	Lauren Sisson	Respond to creditor inquiries on claim objections.	0.40

Chargeable Hours 41.80

Total Fees	\$37,951.50
Adjustment (15% Discount)	\$ (5,692.73)
Total Adjusted Fees	\$32,258.77

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	0.70	\$1,100.00	\$770.00
Matthew Frankle	0.20	\$1,150.00	\$230.00
Richard Kanowitz	10.90	\$1,400.00	\$15,260.00
Jordan Chavez	3.90	\$775.00	\$3,022.50
Lauren Sisson	19.20	\$710.00	\$13,632.00
Tom Zavala	6.90	\$730.00	\$5,037.00
Total Professional Summary			\$37,951.50

Total Fees, Expenses and Charges	\$32,258.77
Total Amount Due	USD \$32,258.77

HAYNES BOONE

Invoice Number: 21614825
Invoice Date: October 26, 2023
Matter Name: Trademark Issues
Client/Matter Number: 0063320.00035
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$160.00
Adjustment (15% Discount)	\$ (24.00)
Total Adjusted Fees	\$136.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$136.00
Total Invoice Balance Due	USD \$136.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
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Please Reference: Invoice Number **21614825** • Client Number **0063320.00035** • Attorney **Alexander Grishman**

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Invoice Number: 21614825
Matter Name: Trademark Issues
Client/Matter Number: 0063320.00035
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 2

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/24/23	Annie Allison	Review open trademark matters.	0.20

Chargeable Hours 0.20

Total Fees \$160.00

Adjustment (15% Discount) \$ (24.00)

Total Adjusted Fees \$136.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Annie Allison	0.20	\$800.00	\$160.00
Total Professional Summary			\$160.00

Total Fees, Expenses and Charges \$136.00

Total Amount Due USD \$136.00

HAYNES BOONE

Invoice Number: 21614826
Invoice Date: October 26, 2023
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$42,737.50
Adjustment (15% Discount)	\$ (6,410.63)
Total Adjusted Fees	\$36,326.87
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$36,326.87
Total Invoice Balance Due	USD \$36,326.87

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

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ACH PAYMENT INSTRUCTIONS

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WIRE PAYMENT INSTRUCTIONS

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NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614826** • Client Number **0063320.00036** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614826
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

October 26, 2023
Page 2 of 5

For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC advisors and counsel for Core Sci debtors concerning proposed amended plan for Core Sci debtor and hearing on disclosure statement.	0.70
09/02/23	Matt Ferris	Review and analysis of draft of amended plan (1.2); correspondence with Debtors' counsel regarding same (.3).	1.50
09/05/23	Matt Ferris	Review and analysis of Core Sci mark up of equipment lender plan term sheets, and revised drafts of disclosure statement pleadings (1.8); correspond with BlockFi and UCC teams regarding same and case status update (.6); correspond with equipment lender group regarding next steps with respect to plan term sheets (.2).	2.60
09/05/23	J. Frasher Murphy	Review Core Sci revised Disclosure Statement, Motion to Approve the Disclosure Statement, and Solicitation and Voting Procedures (1.1); analysis of issues regarding treatment of BlockFi claims under Plan (.3).	1.40
09/05/23	Kenneth J. Rusinko	Review Scheduling Order relating to Debtors' Objection to Proofs of Claim and confer with team regarding same.	0.20
09/06/23	Matt Ferris	Review and respond to correspondence to/from equipment lender advisors regarding revised plan term sheet (.3); prepare for and participate in conference call with equipment lender advisors regarding same (.7); correspond with UCC team regarding same and case status update (.4); follow up correspondence with equipment lender group regarding same (.3); review and analysis of Debtors' revised drafts of amended plan, disclosure statement, and equipment lender plan term sheets (2.5); review and analysis of budget variance reporting and correspond with BRG team regarding same (.5).	4.70
09/06/23	Matthew Frankle	Call with equipment lender group to discuss revised term sheet.	0.70
09/06/23	J. Frasher Murphy	Analysis of issues regarding collateral coverage under take back debt (.6); communications with UCC regarding same (.3); review Core Sci variance report (.4).	1.30
09/07/23	Matt Ferris	Review and analysis of Debtors' filed second amended plan and disclosure statement, including mark up of equipment lender Option 2 term sheet (2.2); correspond with BlockFi and UCC teams regarding same (.5); review and analysis of Core Sci's updated DIP budget (.4); prepare for and participate in conference call with equipment lender group regarding open issues with respect to plan treatment (.5); participate in equipment lender update call with Debtors' advisors (.4); review draft pleadings and correspondence from Core Sci's advisors regarding same (.4).	4.40

Invoice Number: 21614826
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

October 26, 2023
Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, and UCC advisors concerning second amended plan filed by Core Sci debtors and treatment of BlockFi lender claims and liens thereunder.	0.80
09/07/23	J. Frasher Murphy	Review updated Core Sci DIP budget (.4); prepare for and participate in weekly equipment lender update call (.4); review Core Sci docket report and recently filed pleadings and case notices (.5).	1.30
09/08/23	Matt Ferris	Review and respond to correspondence regarding plan mediation and disclosure statement matters (.4); consideration of strategy and next steps with respect to open issues on equipment lender plan treatment (.6).	1.00
09/08/23	J. Frasher Murphy	Numerous emails with Core Sci counsel and other creditors regarding mediation and status of disclosure statement hearing.	0.40
09/09/23	Matt Ferris	Review correspondence with Core Sci creditors regarding plan mediation (.3); review relevant recently filed pleadings and pending case deadlines (1.0).	1.30
09/11/23	Matt Ferris	Consideration of case status and next steps (.5); review docket and relevant recently filed pleadings (.5); attention to hearing schedule (.2); review of status and next steps with respect to equipment lender plan term sheet and related confirmation matters (.3).	1.50
09/11/23	Kenneth J. Rusinko	Review Motions to (i) Approve Supplemental Non-Insider KERP and (ii) Amend Employment Agreement with CFO and calculate objection deadlines.	0.40
09/12/23	Matt Ferris	Correspond with UCC team regarding equipment lender plan term sheet and related matters (.2); review notice of rescheduled disclosure statement hearing (.1); review and analysis of Debtors' revised equipment lender term sheets and correspondence regarding same (.4).	0.70
09/12/23	J. Frasher Murphy	Review recently filed pleadings, notices, and entered orders in Core Sci.	0.60
09/13/23	Matt Ferris	Further review and analysis of revised draft of equipment lender term sheet (.4); consideration of next steps with respect to same (.1); review and analysis of Core Sci's budget variance reporting (.4).	0.90
09/13/23	Richard Kanowitz	Review and analyze notices, pleadings and motions filed by Core Sci debtors concerning approval of disclosure statement for amended chapter 11 plan, including revised treatment for BlockFi lender liens and claims.	0.60
09/13/23	J. Frasher Murphy	Review Core Sci variance report.	0.40
09/13/23	Kenneth J. Rusinko	Review (i) Emergency Motion of 3D Sphere and (ii) Notice regarding Disclosure Statement hearing and notify team.	0.30

Invoice Number: 21614826
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

October 26, 2023
Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/14/23	Matt Ferris	Review and analysis of open issues with respect to equipment lender take back debt (.6); correspond with Ankura team and equipment lender group regarding same (.5); review and analysis of further revised drafts of equipment lender term sheets and plan voting ballot (.6); correspond with BlockFi and UCC teams regarding same and next steps (.4); review Celsius settlement documents (.4).	2.50
09/14/23	J. Frasher Murphy	Review revised equipment lender take back debt term sheets (.5); analysis and strategy development in connection with response to same (.3).	0.80
09/15/23	Matt Ferris	Review and respond to correspondence regarding extension of mediation.	0.30
09/15/23	Richard Kanowitz	Review and respond to emails to/from counsel to Core Sci debtors and mining equipment lenders concerning status and developments in Core Sci bankruptcy case.	0.60
09/15/23	J. Frasher Murphy	Correspondence with counsel for Core Sci regarding extension of mediation and related matters.	0.30
09/18/23	Matt Ferris	Prepare for (.3) and participate in status update call with UCC team (.2); calls and email correspondence with counsel for certain equipment lenders regarding open issues and next steps with respect to equipment lender take back debt (.5).	1.00
09/18/23	Richard Kanowitz	Review and analyze notices, pleadings and motions filed by Core Sci debtor impacting and/or prejudicing BlockFi lender liens and claims.	0.70
09/18/23	Kenneth J. Rusinko	Review Emergency Motion to Approve Settlement with Celsius, circulate and notify team of hearing on same.	0.20
09/19/23	Matt Ferris	Review draft pleadings provided by Core Sci (.4); review notice of mediated agreement in principle between Core Sci and ad hoc noteholder group (.2).	0.60
09/20/23	Matt Ferris	Review and respond to correspondence from Debtors' counsel regarding agreement in principle reached with ad hoc noteholder group (.3); review and analysis of budget variance reporting (.4).	0.70
09/20/23	Richard Kanowitz	Review and respond to emails to/from Core Sci debtors concerning mediation settlement with term lenders and intent to revise plan impacting and/or prejudicing BlockFi lender liens and claims.	0.60
09/20/23	J. Frasher Murphy	Correspondence with Debtors' counsel regarding agreement with convertible notes and extension of mediation (.3); review updated Core Sci docket report and recently filed pleadings and case notices (.5); review and analyze Core Sci variance report (.4).	1.20
09/21/23	Matt Ferris	Review and analysis of equipment lender group responsive mark up of plan term sheets (.3); correspond with equipment lender group regarding same (.2); participate in equipment lender status update call (.3).	0.80

Invoice Number: 21614826
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/21/23	J. Frasher Murphy	Participate in equipment lender update call (.3); analysis of issues regarding deal in principle with convertible notes and impact on equity (.3).	0.60
09/25/23	Matt Ferris	Review and respond to correspondence from Debtors' counsel regarding extension of mediation.	0.20
09/26/23	J. Frasher Murphy	Review upcoming deadlines and hearing dates for Disclosure Statement and related confirmation matters.	0.40
09/26/23	Kenneth J. Rusinko	Review Notice regarding hearing on Disclosure Statement and circulate.	0.20
09/27/23	Matt Ferris	Review and analysis of budget variance reporting.	0.40
09/27/23	J. Frasher Murphy	Review Core Sci variance report (.4); review Core Sci updated docket report and recently filed pleadings and notices (.4).	0.80
09/29/23	Matt Ferris	Review agenda for October 2 hearing.	0.10

Chargeable Hours 40.70

Total Fees	\$42,737.50
Adjustment (15% Discount)	\$ (6,410.63)
Total Adjusted Fees	\$36,326.87

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	9.50	\$1,100.00	\$10,450.00
Matt Ferris	25.20	\$1,000.00	\$25,200.00
Matthew Frankle	0.70	\$1,150.00	\$805.00
Richard Kanowitz	4.00	\$1,400.00	\$5,600.00
Kenneth J. Rusinko	1.30	\$525.00	\$682.50
Total Professional Summary			\$42,737.50

Total Fees, Expenses and Charges	\$36,326.87
Total Amount Due	USD \$36,326.87

HAYNES BOONE

Invoice Number: 21614827
Invoice Date: October 26, 2023
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$8,110.00
Adjustment (15% Discount)	\$ (1,216.50)
Total Adjusted Fees	\$6,893.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$6,893.50
Total Invoice Balance Due	USD \$6,893.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614827** • Client Number **0063320.00041** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614827
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

October 26, 2023
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For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/05/23	Kenneth J. Rusinko	Review Motion to Modify Stipulated Injunctive Relief Order in Greene adversary, circulate and confer with team regarding same.	0.20
09/11/23	Brad Foster	Detailed review/analysis of objection to debtors' plan confirmation filed by Cameron Wyatt (proposed lead plaintiff in Greene and Elas class actions).	1.50
09/11/23	Aimee M. Furness	Review Wyatt's objection to disclosure statement and plan.	0.80
09/12/23	Richard Kanowitz	Review and analyze Wyatt class action claimant objection to plan release provisions.	1.40
09/13/23	Brad Foster	Review email correspondence from counsel for C Wyatt (proposed class action lead plaintiff).	0.20
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, counsel for D&Os and counsel to Wyatt concerning discovery requested in connection with lift stay motion by D&Os to obtain insurance coverage.	0.80
09/15/23	Richard Kanowitz	Review and respond to emails from counsel to D&O parties and counsel to Wyatt concerning production of D&O insurance policy under protective order in BlockFi case.	0.60
09/20/23	Richard Kanowitz	Review and respond to emails to/from counsel for proposed class action lead plaintiff Wyatt concerning request for production of insurance policies.	0.20
09/21/23	Jordan Chavez	Provide responsive materials for class action discovery requests.	0.20
09/29/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to D&Os concerning class action proceedings and confirmed plan gatekeeper function.	0.70

Chargeable Hours 6.60

Total Fees \$8,110.00

Adjustment (15% Discount) \$ (1,216.50)

Total Adjusted Fees \$6,893.50

Invoice Number: 21614827
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

October 26, 2023
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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	0.80	\$1,000.00	\$800.00
Brad Foster	1.70	\$1,100.00	\$1,870.00
Richard Kanowitz	3.70	\$1,400.00	\$5,180.00
Jordan Chavez	0.20	\$775.00	\$155.00
Kenneth J. Rusinko	0.20	\$525.00	<u>\$105.00</u>
Total Professional Summary			\$8,110.00

Total Fees, Expenses and Charges **\$6,893.50**

Total Amount Due **USD \$6,893.50**

HAYNES BOONE

Invoice Number: 21614828
Invoice Date: October 26, 2023
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$411,948.50
Adjustment (15% Discount)	\$ (61,792.28)
Total Adjusted Fees	\$350,156.22
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$350,156.22
Total Invoice Balance Due	USD \$350,156.22

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614828** • Client Number **0063320.00042** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

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For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard D. Anigian	Call with BlockFi Financial regarding issues related to 3AC claims.	0.40
09/01/23	Jordan Chavez	Prepare discovery requests and review evidence for upcoming estimation and claim objection hearings (2.0); correspond with BlockFi, 3AC, and Committee counsel regarding same (1.1).	3.10
09/01/23	Matthew Frankle	Call with BlockFi regarding [REDACTED]	0.60
09/01/23	Aimee M. Furness	Call with BlockFi's [REDACTED] (.8); legal and factual analysis of same (1.7); conference call with JLs' counsel regarding discovery and hearing on objection (.2); correspondence regarding same (.1)	2.80
09/01/23	Lauren Sisson	Prepare for and participate in call with client [REDACTED]	0.70
09/03/23	Aimee M. Furness	Analyze legal authority regarding [REDACTED]	0.40
09/04/23	Jordan Chavez	Prepare discovery requests for Three Arrows.	2.00
09/04/23	Aimee M. Furness	Review and revise requests for production to Three Arrows.	0.80
09/05/23	Richard D. Anigian	Analyze draft requests for production to 3AC (.9); multiple communications regarding same (.3).	1.20
09/05/23	Jordan Chavez	Review and revise discovery requests (2.4); correspond with committee counsel and BlockFi regarding same (.6); strategize regarding estimation hearing (.8).	3.80
09/05/23	Aimee M. Furness	Analyze legal authority regarding Three Arrows claims (1.7); review and revise requests for production (.3); assess and outline necessary points for hearing on September 20 (1.3); analyze legal authority regarding same (.6).	3.90
09/05/23	Richard Kanowitz	Review, analyze and edit discovery requests to 3AC concerning proofs of claims filed against BlockFi.	0.80
09/06/23	Richard D. Anigian	Review Genesis objection to 3AC's proof of claim as it pertains to BlockFi.	0.90
09/06/23	Aimee M. Furness	Work on outline of argument against Three Arrows' claims for hearing on September 20 (1.8); analyze legal authority regarding [REDACTED] (.5).	2.30

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/06/23	Richard Kanowitz	Review and respond to emails to/from counsel to 3AC and BlockFi legal teams concerning BlockFi's pending estimation motion and objection to 3AC claims.	0.60
09/06/23	Richard Kanowitz	Review and analyze 3AC filings and pleadings against Genesis and FTX which impact and/or prejudice BlockFi liens, claims and interests against 3AC.	1.40
09/07/23	Richard D. Anigian	Prepare for and participate in call with counsel for 3AC regarding estimation motion (.4); strategy call regarding same (.3); analyze and prepare strategy in response to 3AC's proposal (.6); analysis regarding 3AC claims and objections to same (.7); review communication from 3AC's counsel regarding BlockFi's responses to document requests (.5).	2.50
09/07/23	Aimee M. Furness	Call with Three Arrows counsel regarding estimation motion (.5); review Three Arrows' proposal (.2); legal analysis regarding same (.3); continue to review legal authority regarding Claim Objection (1.9); review of legal authority regarding Three Arrows' alleged preference claims (2.2); review and analysis of letter from Three Arrows' counsel regarding discovery responses (.3).	5.40
09/07/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to 3AC and BlockFi legal team concerning BlockFi's pending estimation motion and objection to 3AC claims.	0.60
09/07/23	Richard Kanowitz	Review, analyze and edit [REDACTED]	1.10
09/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.40
09/07/23	J. Frasher Murphy	Review and analysis of [REDACTED] (.4); emails with BlockFi financial and legal teams regarding [REDACTED] (.4); communications with JPLs and UCC regarding same (.3).	1.10
09/08/23	Richard D. Anigian	Prepare for and participate in call with BVI counsel regarding preference actions (.4); call with BlockFi Financial regarding 3AC claims and loan history (.5); analysis regarding same (1.6); review and strategize regarding discovery requests from 3AC (.6); analyze authority in connection with potential stipulation (.6).	3.70
09/08/23	Jordan Chavez	Strategy and analysis regarding Three Arrows estimation and claim objection proposal.	0.60

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/08/23	Aimee M. Furness	Review and analyze legal authority regarding BVI preferences in preparation for call with BVI counsel (1.5); call with BVI counsel regarding preference issues (.5); brief review of retained claims as it relates to Three Arrows (.2); analyze factual basis for BlockFi's claim against Three Arrows (2.3); review new discovery served by Three Arrows JLs (.3); begin outline of objections and responses to same (.7); telephone conference with [REDACTED] (BlockFi) regarding [REDACTED] (.7); analyze legal authority regarding estimation issues (1.2); review, analyze, and factual research in response to Three Arrows JLs' complaints about discovery responses to date (.8); correspondence with BlockFi [REDACTED] (.5); review and comment on Three Arrows JLs' proposal for estimation hearing (.6); address issues related to Three Arrows' POC (.6); address issues related to BlockFi's claims against Three Arrows and calculation of same (.3).	10.20
09/08/23	Richard Kanowitz	Review and analyze discovery requests and deposition notices served by 3AC on BlockFi relating to BlockFi's pending estimation motion and claim objections.	1.40
09/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, BRG, UCC counsel and Bermuda JPLs concerning discovery requests and deposition notices served by 3AC on BlockFi relating to BlockFi's pending estimation motion and claim objections.	0.80
09/08/23	Richard Kanowitz	Prepare objections and responses to discovery requests and deposition notices served by 3AC on BlockFi relating to BlockFi's pending estimation motion and claim objections.	0.80
09/08/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi financial team concerning discovery requests served by 3AC on BlockFi relating to BlockFi's pending estimation motion and claim objections.	0.70
09/10/23	Aimee M. Furness	Analyze legal authority regarding motion to quash and for protection for the five separate deposition notices served by 3AC (2.7); review and begin to outline objections to 3AC's purported Rule 30(b)(6) notice for "Debtors" (all of them) (1.5).	4.20
09/11/23	Richard D. Anigian	Prepare for and participate in call with JPL's regarding strategy regarding 3AC claims (.6); analysis regarding seeking protection from 3AC's discovery request and deposition notices and communications regarding same (.4); analysis of issues regarding alleged production deficiencies (.2); analyze materials relating to transactions between BlockFi and 3AC (1.1); strategy development regarding same (.5).	2.80
09/11/23	Jordan Chavez	Review and analyze supplemental discovery requests and subpoena notices (.4); strategize with BlockFi regarding same (.2); prepare motion to quash (3.4); review and analyze applicable discovery caselaw and incorporate same into motion to quash (2.0).	6.00

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/11/23	Aimee M. Furness	Draft letter to 3AC JLs' counsel regarding alleged deficiencies (1.3); review document production to counter JLs' complaints (.4); address issues related to estimation hearing and JLs' complaints (1.0); search for documents related to JLs' requests (1.2); outline motion to quash (1.5); analysis of [REDACTED] (8); review 3AC's objection to plan (1.2); draft responses to JLs second request for production (1.4); factual investigation in response to JLs' objection to the plan (1.3).	10.10
09/11/23	DiAnna Gaeta	Download documents and work with ALS case team to load to production database.	1.00
09/11/23	Richard Kanowitz	Work on BlockFi objections and responses to 3AC discovery requests to BlockFi on pending estimation motion and claim objections.	0.80
09/11/23	J. Frasher Murphy	Analysis of open issues in connection with estimation motion and claim objection to 3AC claims (.4); review correspondence with counsel for 3AC regarding same (.2).	0.60
09/11/23	Lauren Sisson	Correspondence with BlockFi legal team regarding [REDACTED] (.5).	0.90
09/12/23	Richard D. Anigian	Strategize regarding discovery requests from 3AC (.6); prepare objections to 3AC's second discovery request and communications regarding same (1.2); analysis of BlockFi's claims against 3AC (.5); analysis of issues regarding applicable BVI law (.6).	2.90
09/12/23	Jordan Chavez	Strategy regarding estimation and claim objection hearing along with discovery requests (.3); continue preparing motion to quash (3.2); analyze additional caselaw and rules for incorporation into motion to quash (1.6); review and analyze 3AC confirmation objection (.7); strategize regarding same (.4).	6.20
09/12/23	Aimee M. Furness	Factual investigation related to plan objections (.5); review various assertions by the JLs and further factual investigation (1.3); draft, review, and revise responses to JLs' Second Requests for Production and correspondence regarding same(2.1); review and revise response letter to JLs complaints (.8); address BlockFi's damage model for claims against 3AC (1.3); address issues related to Motion to Quash and Motion for Protection (.4); review draft of Motion to Quash (.3).	6.70
09/12/23	DiAnna Gaeta	Work with ALS case team to load documents to database.	0.50
09/12/23	Richard Kanowitz	Prepare BlockFi objections and responses to 3AC discovery requests to BlockFi on pending estimation motion and claim objections.	0.90
09/12/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel, 3AC counsel concerning court proceedings for pending estimation motion and claim objections.	0.40

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/12/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning BlockFi objections and responses to 3AC discovery requests to BlockFi on pending estimation motion and claim objections.	0.60
09/12/23	Lauren Sisson	Review draft of 3AC motion to quash.	0.60
09/13/23	Richard D. Anigian	Prepare motion to quash 3AC deposition notices (.5); analyze 3AC's response to estimation motion and objection to claim and Neve declaration with supporting evidence (1.3); strategy call with UCC representatives regarding above (.4); strategize regarding estimation hearing (.7).	2.90
09/13/23	Jordan Chavez	Review correspondence from Latham regarding depo notices (.2); strategize regarding September 20 hearing and response to discovery (.4); review and revise motion to quash (.8); correspond with BlockFi and debtors' professionals regarding same (.4); finalize same for filing (.2); review and revise application to shorten time for motion to quash (.2); review and analyze objection to estimation motion and accompanying declaration and exhibits (1.6).	3.80
09/13/23	Matt Ferris	Review and analysis of 3AC responses to estimation/claim objection and 3AC's motion for stay relief (1.7); consideration of litigation strategy with respect to same (.4).	2.10
09/13/23	Aimee M. Furness	Address issues related to discovery requested by 3AC's JLs (.7); review and revise Motion to Quash (2.9); review and revise objections to 3AC's JLs' Requests for Production (.8); address issues related to scheduling and hearing dates (.3); brief review of filings by 3AC's JLs (.4); review protective order (.2); correspondence with counsel for 3AC's JLs regarding violation of protective order (.2); call with counsel for 3AC's JLs regarding violation of protective order (.1); conduct various lines of factual investigation related to motion to quash and 3AC's JLs' filings (1.8).	7.40
09/13/23	Richard Kanowitz	Review, analyze and edit motions to quash and shorten time regarding 3AC discovery demands and deposition notices in connection with BlockFi's pending estimation motion and claim objections.	1.20
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial team concerning motion to quash 3AC discovery demands and deposition notices served by 3AC in connection with BlockFi's pending estimation motion and claim objections.	0.60
09/13/23	Richard Kanowitz	Review and analyze 3AC objection, declaration in support and exhibits concerning BlockFi's estimation motion and claim objection.	1.70
09/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and 3AC counsel concerning BlockFi objections and responses to 3AC discovery requests to BlockFi on pending estimation motion and claim objections.	0.70
09/13/23	Richard Kanowitz	Prepare for and conduct conference call with M3 and UCC counsel concerning objections to 3AC claims.	0.20

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/13/23	Kimberly Morzak	Draft motion and order to shorten notice on motion to quash 3AC deposition notices.	0.60
09/13/23	J. Frasher Murphy	Review and analyze 3AC response to claim objection and estimation motions (.8); review Declaration filed in support of same (.4); review motion for stay relief filed by 3AC (.6).	1.80
09/13/23	Lauren Sisson	Review motion to quash (.3); finalize and send to local counsel for filing (.2).	0.50
09/14/23	Richard D. Anigian	Strategy development regarding hearing on motion to quash 3AC's deposition notices and agreement regarding same (.6); analysis regarding estimation motion and claim objection (.9); strategy development regarding scheduling matters (.4).	1.90
09/14/23	Jordan Chavez	Review, analyze, and summarize pleadings filed by 3AC (2.0); summarize initial responses to same (1.5); prepare workstream and strategy schedule for Three Arrows litigation (1); correspond with debtors' professionals regarding same (.8); strategize regarding scheduling order (.2).	5.50
09/14/23	Matt Ferris	Further consideration and development of litigation strategy with respect to 3AC claims.	0.60
09/14/23	Aimee M. Furness	Begin detailed review of 3AC's JLs' filings and factual investigation regarding same (4.2); correspondence with BVI counsel (.3); correspondence with 3AC's JLs' counsel regarding hearing and scheduling issues (.3); call with 3AC's JLs' counsel regarding discovery deadlines (.2); address scheduling issues and begin to outline scheduling order for estimation and claims objection in preparation for conference with 3AC's JLs' counsel (.8); analyze legal authority cited by 3AC JLs regarding various issues (1.4).	7.20
09/14/23	DiAnna Gaeta	Work with ALS case team to prepare production.	0.70
09/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, and 3AC counsel concerning motion to quash deposition notices served by 3AC on BlockFi relating to BlockFi's pending estimation motion and claim objections and proposed consensual resolution of scheduling discovery.	0.40
09/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to 3AC concerning hearing on BlockFi motion to quash subpoenas and adjournment of same pending consensual scheduling order.	0.60
09/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to 3AC concerning 3AC motion to lift stay to proceed with preference claims against BlockFi.	0.70
09/14/23	Richard Kanowitz	Review and analyze 3AC motion to lift stay to proceed with preference claims against BlockFi in BVI.	1.60

Invoice Number: 21614828
Matter Name: Three Arrows Proceedings / Claims
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October 26, 2023
Page 8 of 17

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/14/23	Kimberly Morzak	Download and circulate order setting hearing on motion to quash (.1); review 3AC motion for relief from stay and calendar objection deadline and hearing date (.3).	0.40
09/14/23	J. Frasher Murphy	Strategy development in connection with responses and objections to prepare in connection with 3AC matters.	0.50
09/14/23	Lauren Sisson	Analyze 3AC estimation, objection, and discovery issues (.3); review and analyze 3AC response to objection, objection to estimation, and motion to lift stay (4.4); summarize estimation/claim objection response (.5).	5.20
09/15/23	Richard D. Anigian	Analyze payment information (.7); call regarding BVI procedures related to liquidation proceeding (.5).	1.20
09/15/23	Jordan Chavez	Correspond with Walkers regarding BVI law related to 3AC litigation (.8); strategy regarding responses to 3AC pleadings and lift stay (1.0); correspond with debtors' professionals regarding scheduling order (.2).	2.00
09/15/23	Aimee M. Furness	Outline questions for BVI counsel in preparation for call (.6); call with BVI counsel (.8); analyze legal authority regarding estimation and work on case map regarding same (2.5); review of authorities cited by 3AC JLs (.8); review of factual information received from the 3AC JLs as it relates to estimation (1.3); outline plan for scheduling estimation issues (.4).	6.40
09/15/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning calculation of BlockFi's deficiency claim against 3AC.	0.70
09/15/23	Lauren Sisson	Call with BVI counsel on 3AC litigation (.8); strategize regarding same (.3); attention to objection to motion to lift stay (1.2).	2.30
09/18/23	Richard D. Anigian	Review of 3AC objection to estimation motion.	0.30
09/18/23	Richard D. Anigian	Analyze legal issues regarding claims by and against 3AC (.6); strategize regarding same (.3).	0.90
09/18/23	Jordan Chavez	Correspond with BlockFi regarding Three Arrows litigation issues.	0.40
09/18/23	Aimee M. Furness	Legal research regarding 3AC BVI preference claims (1.4); begin outline of potential schedule for 3AC claims, preference claims, estimation, objection, and equitable estoppel issues (.7); review and revise draft of responses to requests for production (.8); begin detailed review and legal analysis of 3AC's amended proof of claim (2.0)	4.90
09/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to 3AC concerning estimation motion and claim objections and court status/scheduling conference.	0.70
09/18/23	J. Frasher Murphy	Strategy development regarding 3AC estimation and claim objection (.9); analysis of estimation procedures and logistics regarding same (.6).	1.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/18/23	Lauren Sisson	Review correspondence with BVI counsel regarding preference issues and insolvency procedures.	0.70
09/19/23	Richard D. Anigian	Prepare for and participate in call with BVI counsel regarding 3AC claims (.8); analysis of Genesis objections to 3AC's claims and supporting documents (2.7); strategize regarding scheduling conference with 3AC and pursuit of defense of claims (.7); extended conference call with counsel regarding opposition to 3AC's claims and request to adjudicate in BVI (.8); communication regarding counsel to address BVI legal issues (.6); call with client regarding above (.6).	6.20
09/19/23	Jordan Chavez	Correspond with BlockFi and debtors' professionals regarding Three Arrows lift stay, estimation, and claim objection litigation issues.	0.80
09/19/23	Matt Ferris	Consideration and development of strategy with respect to 3AC motion for stay relief and response to same (1.3); review of case status and scheduling matters (.6).	1.90
09/19/23	Aimee M. Furness	Call with Mr. Prince regarding 3AC issues (.5); prepare for and participate in call with BVI counsel regarding BVI Liquidation issues (.7); review 3AC amended POC (.8); analyze legal authority regarding issues identified in 3AC amended POC (3.2); address various expert-related issues for Estimation, Lift Stay, and Claim Objections (.8); review and analyze issues related to BVI law and liquidation procedures (1.4).	7.40
09/19/23	Richard Kanowitz	Prepare for and conduct conference call with BVI counsel concerning 3AC motion to lift the stay and BlockFi's estimation motion and claim objections.	0.70
09/19/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and 3AC counsel concerning status conference at court hearing on 9.20.	0.60
09/19/23	Richard Kanowitz	Prepare for and conduct [REDACTED]	0.60
09/19/23	Richard Kanowitz	Prepare outline of arguments in opposition to 3AC motion to lift stay to prosecute alleged preference lawsuit against BlockFi in BVI proceedings.	0.90
09/19/23	Lauren Sisson	Participate in call with BVI counsel on 3AC litigation (.6); summarize key points of discussion (.3); participate in call with client regarding same (.3).	1.20
09/20/23	Richard D. Anigian	Analysis and communications regarding BVI law and retention of expert for same (1.6); analyze 3AC's Motion to Lift Stay (1.2); review Genesis opposition to 3AC's stay motion in connection with BlockFi's response (1.8); strategize and analysis regarding stay motion, estimation and objection to 3AC's claim (.7); review scheduling proposal (.1).	5.40
09/20/23	Jordan Chavez	Prepare response and scheduling order materials for Three Arrows lift stay litigation.	3.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/20/23	Matt Ferris	Review and comment on case map for response to motion for stay relief (.4); correspond with BlockFi team regarding same (.2); consideration and development of strategy with respect to response to motion for stay relief (.5); review and analysis of relevant Genesis pleadings in connection with same (.5).	1.60
09/20/23	Aimee M. Furness	Outline elements of Three Arrows' claims and BlockFi's defenses and proof needed for estimation and claims objection hearings (3.5); address issues related to expert engagement (1.7); correspondence with BVI counsel regarding various aspects of BVI law (.3); analyze issues related to BVI insolvency law cited by 3AC (.8); analyze issues related to proposed schedule, draft proposed schedule, and correspondence regarding same (1.8); correspondence with BlockFi regarding various outstanding issues (.3).	8.40
09/20/23	Alexander Grishman	Review Brown-Huska Declaration regarding cryptocurrencies as commodities and forward contracts in connection with Three Arrows' claims against Genesis.	1.30
09/20/23	Glenn Kangisser	Assist R. Anigian and A. Furness on expert issues.	2.00
09/20/23	Richard Kanowitz	Prepare for and conduct meet and confer with counsel for 3AC concerning potential resolution of BlockFi's pending motion to estimate 3AC claims and 8th Omnibus Objection to 3AC claims.	1.20
09/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, Bermuda JPLs, Walkers and UCC counsel concerning engagement of expert witnesses for BVI matters.	0.80
09/20/23	J. Frasher Murphy	Analysis and strategy development regarding 3AC claim objection (.8); begin preparing case map for same (.7).	1.50
09/20/23	J. Frasher Murphy	Analysis of procedural matters and scheduling issues related to 3AC claim objection and estimation motion (.4).	0.40
09/20/23	Lauren Sisson	Correspondence regarding 3AC motion to lift stay response (.2); attention to pleadings on 3AC motion to lift stay in Genesis case (1.1).	1.30
09/21/23	Richard D. Anigian	Strategize regarding potential timeline for estimation and claims objections for 3AC.	0.50
09/21/23	Richard D. Anigian	Strategize regarding discovery to 3AC (.4); work on request for production to 3AC (1.1); analyze 3AC's support of response to stay motion (.7); communication regarding strategy call or opposing stay motion (.3).	2.50
09/21/23	Jordan Chavez	Prepare litigation strategy and response outline for 3AC lift stay motion (2.0); review, analyze, and summarize caselaw cited by 3AC in lift stay motion (2.0); participate in strategy discussions regarding 3AC amended claims (1); review and revise proposed timeline for 3AC litigation (.8).	5.80

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/21/23	Matt Ferris	Review and comment on draft proposed schedule (.3); consideration and development of litigation strategy (.6); multiple calls and emails with BlockFi team regarding same (.5).	1.40
09/21/23	Matthew Frankle	Review and analyze amended proof of claim.	0.40
09/21/23	Aimee M. Furness	Work on proposed scheduling order including correspondence regarding same (1.6); review and revise RFPs to 3AC including information in new Proof of Claim (1.7); address factual issues regarding Three Arrows' loan claim against BlockFi including correspondence with BlockFi (2.7); address expert issues for use in Estimation and Claims Objection (1.0).	7.00
09/21/23	Glenn Kangisser	Address expert issues.	0.30
09/21/23	Richard Kanowitz	Prepare pretrial schedule for BlockFi claims objections and pending estimation motion.	1.70
09/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning engagement of expert witnesses for BVI matters.	0.70
09/21/23	J. Frasher Murphy	Analysis and strategy development regarding timing, logistics, and procedures regarding estimation and claim objection proceeding for 3AC claims (1.6); analysis of proposed time line and schedule for estimation (.5); continue preparing litigation case map for claim objection (1.3).	3.40
09/21/23	Joe Pinto	Analyze legal authority regarding equitable subordination.	0.40
09/21/23	Lauren Sisson	Continue drafting 3AC case map for lift stay motion (1.5); correspondence with A. Furness on 3AC amended claims (.3); correspondence with Kroll on same (.2); strategize regarding litigation plan (.2).	2.20
09/22/23	Richard D. Anigian	Review and strategize regarding 3AC's reply in support of stay relief motion versus Genesis.	0.70
09/22/23	Jordan Chavez	Review, analyze and summarize caselaw cited by 3AC in lift stay motion (3.0); prepare materials for discussion with UCC and advisors regarding 3AC litigation (1.0); review and revise discovery requests to 3AC (.4); correspond with Committee counsel and JLs regarding same (.2).	4.60
09/22/23	Matt Ferris	Review and comment on draft schedule and case map (.5); review and analysis of lift stay issues (.9); multiple calls and emails with BlockFi team regarding same (.6).	2.00
09/22/23	Aimee M. Furness	Address scheduling order issues (.7); correspondence with potential expert (.3); continue drafting case map for Three Arrows issues (.8); analyze legal authority regarding equitable subordination of Three Arrows' claims (1.2); address issues related to the response to the Motion to Lift Stay (1.4); legal analysis regarding various defenses to Three Arrows' preference claims (2.7); factual investigation, including emails with BlockFi, regarding Three Arrows' loan claim (.6).	7.70

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel, Bermuda JPLs and Walkers concerning discovery demands by BlockFi for estimation motion and claim objections.	1.20
09/22/23	J. Frasher Murphy	Review and analyze proof of claim and amended proof of claim filed by 3AC (1.3); analysis of 3AC response to claim objection and estimation motion (1.1); review and analyze alleged preference claims under BVI law (.8); continue preparing case map for objection to 3AC claims (1.5).	4.70
09/22/23	Joe Pinto	Analyze legal authority regarding equitable subordination.	2.20
09/22/23	Lauren Sisson	Strategize regarding defenses to 3AC claims (.3); review 3AC case map (.2); review and analyze 3AC motion to lift stay and cited cases (3.9); begin drafting litigation outline for same (1.2).	5.60
09/23/23	Jordan Chavez	Review, analyze, and summarize opinions cited by 3AC in lift stay motion (3.0); prepare litigation strategy materials for response to 3AC lift stay motion (2.0).	5.00
09/23/23	Aimee M. Furness	Outline and analysis of legal issues to be addressed in Estimation and Claim Objection process including draft of Case Map (3.5); assess discovery necessary for Estimation and Claim Objection (.5); correspondence regarding expert engagement (.2); address issues related to proposed scheduling order (.3).	4.50
09/24/23	Jordan Chavez	Revise litigation strategy outline for response to lift stay.	0.30
09/24/23	Matthew Frankle	Review of BVI preference elements.	0.40
09/24/23	Aimee M. Furness	Analysis of claims and defenses and continue to incorporate facts and evidence into case map (1.6); review and revise responses to the 3AC JLs' second request for production of documents (.3)	1.90
09/24/23	J. Frasher Murphy	Continue and finish preparing first draft of case map for objection to claims asserted by 3AC (1.8); analysis and strategy development regarding claim objection, estimation, and related matters (.9).	2.70
09/24/23	Lauren Sisson	Review and revise litigation outline for 3AC motion to lift stay.	2.30
09/25/23	Richard D. Anigian	Strategize regarding 3AC's lift stay motion and hearing in Genesis case seeking coordinated resolution (.4); analysis of claims and defenses regarding 3AC (.8).	1.20
09/25/23	Jordan Chavez	Review and revise litigation strategy outlines for lift stay motion and claim objection (1.0); prepare materials for discussion with committee and advisors regarding 3AC claims (.4); participate in strategy calls regarding 3AC claims and defenses (.5).	1.90
09/25/23	Matt Ferris	Review and comment on litigation case map.	0.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/25/23	Aimee M. Furness	Correspondence with potential expert (.3); prepare for call with potential expert (.9); analyze legal authority regarding various issues related to Motion to Estimate (3.6); attend 3AC and Genesis hearing regarding 3AC's Motion to Lift Stay (.5); summarize same (.1); review and revise requests for production and serve same (.6); review and revise case map for estimation issues (1.4).	7.40
09/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning pretrial schedule for BlockFi claims objections and pending estimation motion.	1.30
09/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel and 3AC counsel concerning proposed carve out from plan injunction for 3AC to assert set off rights.	0.80
09/25/23	J. Frasher Murphy	Continue strategy development regarding 3AC claim objection (.6); analysis of issues regarding burden of proof, legal elements of claims, and defenses to claims (1.1).	1.70
09/25/23	Lauren Sisson	Complete litigation outline for 3AC motion to lift stay (1.8); attention to litigation outlines for 3AC claim objection (.4); review UCC joinder and 3AC reply to objection to lift stay in Genesis (.9); correspondence with A. Furness on KC declaration for motion (.3); conduct research for additional cases on stay lift motion (.9).	4.30
09/26/23	Richard D. Anigian	Conference call with Mr. Parker KC regarding BVI law issues (.7); communication with [REDACTED] (.2); analyze claims and defenses regarding 3AC litigation (1.4).	2.30
09/26/23	Jordan Chavez	Review and analyze 3AC confirmation order language revisions (.3); correspond with Mr. Parker regarding lift stay response declaration and related issues (.7); summarize key points for Parker declaration (.2); review and revise proposed litigation timeline (.5); review and revise materials for discussion with committee and advisors (.8).	2.50
09/26/23	Matt Ferris	Review and comment on updated litigation schedule.	0.30
09/26/23	Aimee M. Furness	Prepare for and participate in call with potential expert (2.3); collect information for potential expert and correspondence regarding same (.7); analyze legal authority related to estimation motion (3.7); analyze legal authority related to claim objection (1.8); draft, review, and revise scheduling proposal (1.7).	10.20
09/26/23	DiAnna Gaeta	Work with ALS case team to prepare documents.	0.50
09/26/23	J. Frasher Murphy	Analysis of avoidance action claims by 3AC and defenses/responses to same (.7); analysis of [REDACTED] (.5).	1.20
09/26/23	Lauren Sisson	Participate in conference call with BVI KC, A. Furness, R. Anigian, and J. Chavez regarding declaration of BVI law and procedure issues.	0.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/27/23	Richard D. Anigian	Strategize regarding claims and defenses regarding 3AC litigation.	1.70
09/27/23	Jordan Chavez	Review and revise litigation analysis (1.4); review and analyze production materials (1.2); strategy regarding lift stay response and consolidation issues (.5); review and revise claims summary materials for discussions with committee and advisors (.5).	3.60
09/27/23	Aimee M. Furness	Analyze BVI orders (.3); correspondence and analysis of issues addressed there (.8); analyze issues related to 3AC preference claim and transfer issues (2.8); review and revise memo regarding 3AC Claim analysis (1.3); review and revise scheduling proposal (.8); draft, review, and revise notice regarding scheduling proposal (.8) ; address issues related to engagement of potential expert (.4).	7.20
09/27/23	DiAnna Gaeta	Prepare for Blockfi-3AC productions.	1.00
09/27/23	Richard Kanowitz	Prepare pretrial litigation strategy outline and schedule for BlockFi/3AC claims and estimation proceedings/litigation.	2.80
09/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, UCC counsel, M3, Bermuda JPLs and Walkers concerning proposed scheduling order for BlockFi claim objections and estimation motion.	1.10
09/27/23	J. Frasher Murphy	Strategy and analysis regarding 3AC preference claims and defenses to same.	1.10
09/27/23	Lauren Sisson	Correspondence with A. Furness on scheduling order and other 3AC issues (.4); draft notice and proposed scheduling order on 3AC claims estimation and claims objections (1.9); conduct research on Sonnax factors 1, 2, 10, and 12 (3.3).	5.60
09/28/23	Richard D. Anigian	Analyze transcript of September 25 hearing regarding 3AC's consolidation request (.7); review motion to shorten time (.2); work on response to motion (.6); analysis of claims and defenses regarding 3AC and strategize regarding same (1.1).	2.60
09/28/23	Jordan Chavez	Review and analyze consolidation motion in Genesis (.5); strategy discussions regarding consolidation and lift stay issues (.5); review and analyze consolidation motion filed in BlockFi (.4); review and analyze application to shorten time (.2); prepare opposition to motion to shorten time (2.1); correspond with BlockFi regarding same (.2); prepare outline of response to consolidation motion (.6); correspond with committee and advisors regarding 3AC litigation strategy (.5).	5.00
09/28/23	Matt Ferris	Review and analysis of 3AC's motion for coordination and related pleadings (1.0); review draft objection to motion for expedited hearing (.3).	1.30

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/28/23	Aimee M. Furness	Review, analyze, and comment on Motion for Consolidation filed by 3AC in Genesis (1.3); analyze legal authority regarding same (2.1); outline objection to Motion to Shorten Time (.9); research various outstanding factual issues (.5); address potential expert issues (.2); review and comment on objection to Motion to Shorten Time (.4).	5.40
09/28/23	Richard Kanowitz	Review and analyze 3AC filings in Genesis to prepare pretrial litigation strategy outline and schedule for BlockFi/3AC claims and estimation proceedings/litigation.	2.30
09/28/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team, UCC counsel and M3 concerning 3AC motion to shorten time, 3AC motion to seal and 3AC motion to consolidate proceedings in various crypto cases.	0.40
09/28/23	Richard Kanowitz	Review and analyze 3AC motion to shorten time, 3AC motion to seal and 3AC motion to consolidate proceedings in various crypto cases.	1.20
09/28/23	J. Frasher Murphy	Review Motion for Coordination Among Courts (.6); analysis of timing and procedural issues related to same (.4); review Motion to Shorten time for Motion for Coordination (.3); review Motion to file under seal (.3); review draft of opposition to motion to shorten time (.3); analysis of follow-up issues regarding same (.2).	2.10
09/28/23	J. Frasher Murphy	Review and analyze research findings and case law regarding 3AC preference claims under BVI law and section 547 (2.4); strategy development regarding preference claims and defenses (.7).	3.10
09/28/23	Lauren Sisson	Complete research on lift stay issues (2.6); review and analyze 3AC consolidation motion, motion to shorten, and reply to lift stay in Genesis (2.2); draft intro, prelim statement, and case background for lift stay response (1.7); draft analysis of Sonnax factors (6.8).	13.30
09/29/23	Richard D. Anigian	Review order to shorten time (.2); review and strategize regarding declaration in support of opposition to stay motion (.8); review Carroll declaration submitted by 3AC; analysis of solvency issues (1.0); discuss potential experts (.3).	2.30
09/29/23	Jordan Chavez	Review and revise objection to 3AC lift stay motion (6.0); review and analyze Parker declaration (.5).	6.50
09/29/23	Matt Ferris	Review and analysis of 3AC pleadings filed in FTX for impact on BlockFi (1.0); review and consideration of order shortening time and matters related to October 10 hearing (.4).	1.40
09/29/23	Aimee M. Furness	Review Motion to Consolidate (.3); review Motion to Shorten Time (.3); review and revise objection to Motion to Shorten Time (.5); address potential expert issues (.9); brief review of objection to Motion to Lift Stay (.4).	2.40
09/29/23	Richard Kanowitz	Prepare objection to 3AC motion to consolidate proceedings in various crypto cases.	1.60

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/29/23	Richard Kanowitz	Prepare objection to 3AC motion to lift stay to prosecute preference action against BlockFi in BVI.	2.30
09/29/23	J. Frasher Murphy	Review Order on Motion to Shorten Time (.2); review 3AC pleading filed in FTX for issues/proceedings impacting BlockFi, including stay relief and motion for consolidation of proceedings (.1.6).	1.80
09/29/23	Lauren Sisson	Complete first draft of response to lift stay (2.1); review declaration submitted by KC (.4).	2.50
09/30/23	Aimee M. Furness	Address issues related to subpoena received by 3AC JLs from the CFTC (.5); review and revise objection to Motion to Lift Stay (3.2); review issues related to BVI law (.2).	3.90
09/30/23	Richard Kanowitz	Review and revise objection to 3AC motion to lift stay to prosecute preference action against BlockFi in BVI.	2.60
09/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning BlockFi objection to 3AC motion to lift stay.	0.30

Chargeable Hours 415.80

Total Fees	\$411,948.50
Adjustment (15% Discount)	\$ (61,792.28)
Total Adjusted Fees	\$350,156.22

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	146.10	\$1,000.00	\$146,100.00
Alexander Grishman	1.30	\$1,075.00	\$1,397.50
Glenn Kangisser	2.30	\$880.00	\$2,024.00
J. Frasher Murphy	29.20	\$1,100.00	\$32,120.00
Matt Ferris	13.10	\$1,000.00	\$13,100.00
Matthew Frankle	1.40	\$1,150.00	\$1,610.00
Richard D. Anigian	47.00	\$1,200.00	\$56,400.00
Richard Kanowitz	45.50	\$1,400.00	\$63,700.00
Joe Pinto	2.60	\$550.00	\$1,430.00
Jordan Chavez	72.90	\$775.00	\$56,497.50
Lauren Sisson	49.70	\$710.00	\$35,287.00
DiAnna Gaeta	3.70	\$475.00	\$1,757.50
Kimberly Morzak	1.00	\$525.00	\$525.00
Total Professional Summary			\$411,948.50

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Total Fees, Expenses and Charges **\$350,156.22**

Total Amount Due **USD \$350,156.22**

HAYNES BOONE

Invoice Number: 21614829
Invoice Date: October 26, 2023
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$1,860.00
Adjustment (15% Discount)	\$ (279.00)
Total Adjusted Fees	\$1,581.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,581.00
Total Invoice Balance Due	USD \$1,581.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614829** • Client Number **0063320.00043** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614829
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

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For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi financial and legal teams concerning return of assets to clients and related administrative issues.	0.30
09/06/23	Jordan Chavez	Correspond with BRG regarding Wallet preference analysis.	0.20
09/06/23	Alexander Grishman	Review BlockFi Wallet GUSD trade order.	0.30
09/11/23	Jordan Chavez	Advise on responses to creditors regarding wallet withdrawal inquiries.	0.20
09/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
09/27/23	Jordan Chavez	Correspond with BlockFi regarding wallet withdrawal requests and processing.	0.30
09/29/23	Jordan Chavez	Correspond with BlockFi and state regulators regarding wallet withdrawal processing.	0.20

Chargeable Hours 1.80

Total Fees	\$1,860.00
Adjustment (15% Discount)	\$ (279.00)
Total Adjusted Fees	\$1,581.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.30	\$1,075.00	\$322.50
Richard Kanowitz	0.60	\$1,400.00	\$840.00
Jordan Chavez	0.90	\$775.00	<u>\$697.50</u>
Total Professional Summary			\$1,860.00

Total Fees, Expenses and Charges	\$1,581.00
Total Amount Due	USD \$1,581.00

HAYNES BOONE

Invoice Number: 21614830
Invoice Date: October 26, 2023
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$131,575.00
Adjustment (15% Discount)	\$ (19,736.25)
Total Adjusted Fees	\$111,838.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$111,838.75
Total Invoice Balance Due	USD \$111,838.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614830** • Client Number **0063320.00044** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

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For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/01/23	Matt Ferris	Review and revise response to motion to dismiss (1.7); consideration and development of litigation strategy in connection with same (1.4); correspond with Digistar's counsel regarding status update (.2).	3.30
09/05/23	Matt Ferris	Correspond with UCC team regarding status update (.2); consideration of and development of litigation strategy under go-forward scenario (.8); review and revise response to motion to dismiss (2.1); multiple calls and emails with BlockFi team regarding same (.5); analysis and development of evidence in support of response, including review and revision of supporting affidavits (1.6); correspond with Digistar's counsel regarding adversary proceeding status and next steps (.3).	5.50
09/05/23	Matthew Frankle	Review and comment on Opposition to Motion to Dismiss (1.8); review and comment on supporting affidavit (.7).	2.50
09/05/23	Charlie M. Jones	Participate in strategy call with BlockFi Legal Team regarding Digistar negotiations and revised response to Digistar motion to dismiss (.5); review and comment on revised response to Digistar motion to dismiss and related supporting attorney declarations (.7).	1.20
09/05/23	Ethan Kerstein	Strategize regarding response to Digistar's motion to dismiss (.7); review revised draft of same (.2); edit affidavits in support of same (.8).	1.70
09/05/23	Lauren Sisson	Participate in strategy call regarding response to MTD (.7); review revised draft of MTD response (.9).	1.60
09/05/23	Tom Zavala	Analysis of issues regarding response to motion to dismiss (.7); review evidence related to Digistar's minimum contacts with the United States argument (2.0); draft new arguments and revise existing arguments in response to motion to dismiss (5.6); review and revise response to motion to dismiss (1.5).	9.80
09/06/23	Matt Ferris	Review and respond to settlement correspondence from Digistar's counsel (.3); correspond with UCC team regarding same, adversary proceeding status, and next steps (.5); review and revise response to motion to dismiss (1.2); review and revise affidavits in support of response (.6); follow up call and email correspondence with Digistar's counsel regarding settlement status and next steps, including adversary proceeding schedule (.7); multiple calls and emails with BlockFi team regarding same (.5).	3.80
09/06/23	Matthew Frankle	Review revised draft of opposition to motion to dismiss (.4); analysis of potential settlement risk mitigants (.4).	0.80
09/06/23	Ethan Kerstein	Edit affidavits in support of response to Digistar's motion to dismiss.	0.80

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/06/23	Tom Zavala	Review and revise draft response to motion to dismiss (1.6); address comments to same from BlockFi legal team (1.5); correspond with BlockFi legal team regarding same (.3).	3.40
09/07/23	Matt Ferris	Review, analyze and respond to correspondence from Schjodt team regarding Norwegian proceeding and related matters (.7); multiple calls and emails with BlockFi team regarding follow up matters related to same and status of settlement negotiations (.8); review and consideration of adversary proceeding schedule and related matters (.5); correspond with BlockFi team and Digistar's counsel regarding same and next steps with respect to documentation and implementation of settlement (.7).	2.70
09/07/23	Matthew Frankle	Review of complaint filed in Norway by Digistar (.3); analysis and discussion of same with BlockFi team (.4).	0.70
09/08/23	Matt Ferris	Review and consideration of status and strategy with respect to pending U.S. and Norwegian enforcement proceedings (.5); prepare for and participate in conference call with Schjodt team regarding matters related to Norwegian proceeding and next steps with respect to same (.6); emails with BlockFi team, Court Clerk and Digistar's counsel regarding adversary proceeding status and scheduling matters (.5); analysis regarding settlement terms and work on documentation of same (1.0).	2.60
09/08/23	Matthew Frankle	Prepare for and call with Schjodt regarding Norwegian proceeding.	0.50
09/09/23	Matt Ferris	Review and comment on draft of loan assignment agreement (.5); draft settlement agreement (.6).	1.10
09/09/23	Matthew Frankle	Draft Settlement Agreement regarding Digistar.	3.20
09/11/23	Matt Ferris	Work on documenting Digistar agreement (.6); review Bricklane assignment agreement in connection with same (.4); multiple calls and emails with BlockFi and Schjodt teams regarding documentation of agreement and related matters (.6).	1.60
09/11/23	Matthew Frankle	Attend update call with Norwegian counsel on proceedings and settlement discussions.	0.50
09/11/23	Tom Zavala	Review assumption and assignment agreement with Bricklane.	0.50
09/12/23	Matt Ferris	Consideration and development of strategy for documenting and implementing Digistar settlement (1.3); multiple calls and emails with BlockFi team regarding same (.9); review and comment on preliminary drafts of settlement documents (1.2); correspond with BlockFi team and Digistar's counsel regarding status and next steps with respect to settlement (.5).	3.90
09/12/23	Matthew Frankle	Settlement strategy analysis and discussions with BlockFi team.	0.80
09/12/23	Tom Zavala	Discuss settlement agreement with BlockFi legal team (.5); draft and revise settlement agreement resolving all claims and Norwegian proceeding (5.6).	6.10

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/13/23	Matt Ferris	Review and respond to correspondence to/from BlockFi and Schjodt teams regarding Digistar agreement and related litigation pauses (.8); review and comment on revised drafts of settlement documents (1.5); multiple calls and emails with BlockFi team regarding same (.7); correspond with Digistar's counsel regarding same (.3); consideration of settlement approval process and next steps (.4).	3.70
09/13/23	Matthew Frankle	Review and revise Settlement Agreement (.7); discussions of same with BlockFi team (.3).	1.00
09/13/23	Lauren Sisson	Correspondence with local counsel and BlockFi Team regarding settlement and motion to dismiss.	0.60
09/13/23	Tom Zavala	Review and revise assignment settlement agreement resolving adversary and Norwegian proceedings (6.5); correspondence with BlockFi legal team regarding same (.5); draft revisions to settlement agreement (1.0).	8.00
09/14/23	Matt Ferris	Call with Digistar's counsel regarding settlement agreement matters (.2); review and respond to correspondence from Schjodt team regarding litigation pause (.3); consideration and development of strategy for approval and implementation of settlement (.5).	1.00
09/14/23	Kimberly Morzak	Review docket entries concerning hearing and calendar new date for pre-trial conference and hearing on motion to dismiss.	0.20
09/14/23	Tom Zavala	Continue to draft settlement agreement and assignment.	1.00
09/15/23	Tom Zavala	Review and revise assignment and settlement agreement.	1.50
09/16/23	Tom Zavala	Further review and revise assignment and settlement agreement.	0.60
09/17/23	Tom Zavala	Draft and revise assignment of interest to Digistar in furtherance of settlement.	1.10
09/18/23	Matt Ferris	Review and respond to correspondence from Digistar's counsel regarding settlement matters.	0.30
09/19/23	Matt Ferris	Review and comment on revised drafts of Digistar settlement documents.	1.40
09/19/23	Tom Zavala	Review notes from settlement discussions with opposing counsel (.2); draft and revise settlement agreement with Digistar (4.3); discuss same with BlockFi legal team (.2).	4.70
09/20/23	Matt Ferris	Review, revise, and finalize drafts of settlement documents (1.9); multiple calls and emails with BlockFi team regarding same (.6); correspond with Digistar's counsel regarding same (.2); correspond with Schjodt team regarding same (.3).	3.00
09/20/23	Matthew Frankle	Review of Digistar revised assignment agreement (.8); response to inquiries from BlockFi on same (.2).	1.00

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning comments and edits to proposed settlement agreement and related documents.	0.60
09/20/23	Tom Zavala	Draft and revise settlement agreement and assignment to address comments from BlockFi legal and financial teams (4.1); discuss same with BlockFi legal and financial teams (.7).	4.80
09/21/23	Matt Ferris	Review and respond to correspondence from Schjodt and BlockFi legal and financial teams regarding comments to settlement documents (.5); review and comment on further revised drafts of settlement documents (1.1); correspond with Digistar's counsel regarding same (.3).	1.90
09/21/23	Tom Zavala	Review and analyze comments to settlement, assignment and security agreement from Schjodt (.5); draft revisions and inserts to same (1.0).	1.50
09/22/23	Matt Ferris	Consideration of adversary schedule and timing considerations related to litigation pauses (.5); review and respond to correspondence from Digistar's counsel regarding settlement documents and next steps with respect to approval and implementation of same (.5).	1.00
09/22/23	Matthew Frankle	Call with BlockFi team regarding Digistar response.	0.30
09/22/23	Charlie M. Jones	Development of Digistar strategy.	0.30
09/25/23	Matt Ferris	Review and consideration of status and next steps with respect to finalizing settlement and related adversary proceeding dates/deadlines (.5); pursue strategy regarding adjournment of October 3 hearing on motion to dismiss (.3); correspond with Digistar's counsel regarding same (.2).	1.00
09/25/23	Charlie M. Jones	Review, revise, and make final comments on response to Digistar motion to dismiss under Federal Rule of Civil Procedure 12.	1.30
09/26/23	Matt Ferris	Review and comment on revised draft of response to motion to dismiss.	0.70
09/26/23	Matt Ferris	Review and comment on request for adjournment of October 3 hearing and related response deadline.	0.20
09/26/23	Matt Ferris	Review and analysis of Digistar's mark up of settlement agreement (.8); correspond with BlockFi team regarding same and next steps (.3); prepare for (.2) and participate in call with Digistar's counsel regarding same (.4); begin drafting motion to approve settlement (1.0); further revise responsive mark up of settlement agreement (1.4).	4.10
09/26/23	Matthew Frankle	Review and comment on revised draft of settlement from Digistar's counsel.	1.20
09/26/23	Matthew Frankle	Attend call with BlockFi team regarding settlement agreement with Digistar.	0.50
09/26/23	Charlie M. Jones	Review and comment on draft settlement and assignment agreements.	0.50

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October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/26/23	Tom Zavala	Review and revise settlement agreement markup from opposing counsel (1.0); attend call with opposing counsel regarding same (.4); work on motion to approve settlement (.8).	2.20
09/27/23	Matt Ferris	Review and revise responsive mark ups of settlement documents (2.2); multiple calls and emails with BlockFi team regarding same (1.0); review correspondence with review parties regarding same (.3).	3.50
09/27/23	Matthew Frankle	Review and revise assignment/settlement agreement (1.5); call with Digistar counsel regarding same (.5).	2.00
09/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning edits to proposed terms and conditions of settlement agreement with Digistar.	0.40
09/27/23	Tom Zavala	Review and analyze Digistar's drafts of settlement agreement, security agreement and form of assignment (1.9); draft inserts and further revisions to settlement agreement (5.6); correspond with BlockFi legal and financial teams regarding same (.5).	8.00
09/28/23	Matt Ferris	Review and respond to correspondence to/from BlockFi and Scjodt teams regarding settlement documents (.5); consideration of status and next steps with respect to approval and implementation of settlement (.6); multiple calls and emails with BlockFi team and Digistar's counsel regarding same (.9); review and revise draft motion to approve settlement and related sealing and expedited notice motions (1.8).	3.80
09/28/23	Matthew Frankle	Review of comments received from Digistar counsel (.2); discussion of same with BlockFi team (.3).	0.50
09/28/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning additional edits to proposed terms and conditions of settlement agreement with Digistar.	0.60
09/28/23	Tom Zavala	Review applicable Bankruptcy Code provisions, Bankruptcy Rules, local rules and case law regarding settlement and use of property outside of ordinary course (1.8); draft motion to approve settlement and release (4.2); discuss same with local counsel (.4); address BlockFi legal team's comments regarding same (1.5); draft motion to shorten notice period on motion to approve settlement (1.0).	8.90
09/29/23	Matt Ferris	Review and analysis of Digistar's mark up of settlement agreement (.3); review and comment on revised draft of settlement approval motion (.6); multiple calls and emails with BlockFi team regarding open issues and next steps with respect to documentation and approval of settlement (1.0); correspond with Digistar's counsel regarding settlement agreement and related matters (.5); finalize settlement documents and pleadings, including revisions to sealing and shortened notice motions (1.2); further correspond with Digistar's counsel regarding settlement documents (.3); correspond with UCC team and review parties regarding status update (.2).	4.10

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October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/29/23	Matthew Frankle	Review of additional changes to pleadings from Digistar's counsel (.3); response and strategy call with BlockFi team (.4).	0.70
09/29/23	Tom Zavala	Draft motion to seal settlement agreement (1.4); draft and revise motion to shorten notice and motion to approve settlement agreement (4.0); discuss same with BlockFi legal teams (.6).	6.00

Chargeable Hours 148.30

Total Fees \$131,575.00

Adjustment (15% Discount) \$ (19,736.25)

Total Adjusted Fees \$111,838.75

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	3.30	\$1,000.00	\$3,300.00
Matt Ferris	54.20	\$1,000.00	\$54,200.00
Matthew Frankle	16.20	\$1,150.00	\$18,630.00
Richard Kanowitz	1.60	\$1,400.00	\$2,240.00
Ethan Kerstein	2.50	\$730.00	\$1,825.00
Lauren Sisson	2.20	\$710.00	\$1,562.00
Tom Zavala	68.10	\$730.00	\$49,713.00
Kimberly Morzak	0.20	\$525.00	\$105.00
Total Professional Summary			\$131,575.00

Total Fees, Expenses and Charges \$111,838.75

Total Amount Due USD \$111,838.75

HAYNES BOONE

Invoice Number: 21614831
Invoice Date: October 26, 2023
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$79,681.50
Adjustment (15% Discount)	\$ (11,952.23)
Total Adjusted Fees	\$67,729.27
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$67,729.27
Total Invoice Balance Due	USD \$67,729.27

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614831** • Client Number **0063320.00045** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614831
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
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October 26, 2023
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For Professional Services Through September 30, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/05/23	Matt Ferris	Review and comment on draft of scheduling order.	0.30
09/06/23	Matt Ferris	Review correspondence regarding scheduling order.	0.20
09/06/23	Matt Ferris	Review and development of litigation strategy with respect to Vrai Nom claims and related matters.	0.80
09/06/23	Tom Zavala	Revise Vrai Nom scheduling order.	0.40
09/07/23	Matt Ferris	Review and respond to correspondence to/from Vrai Nom's counsel regarding scheduling order and status of settlement proposal.	0.30
09/08/23	Matt Ferris	Review and respond to correspondence to/from Vrai Nom's counsel regarding scheduling order, motion to enforce the automatic stay, and related matters (.4); follow up email correspondence regarding scheduling order matters (.3).	0.70
09/08/23	Tom Zavala	Revise scheduling order.	0.20
09/11/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding Vrai Nom's proof of claim and related matters.	0.30
09/11/23	Kimberly Morzak	Review amended scheduling order and update calendars with new dates.	0.20
09/11/23	Tom Zavala	Communicate with BlockFi legal team regarding status of Vrai Nom settlement discussions.	0.20
09/12/23	Matt Ferris	Review and respond to correspondence from Vrai Nom's counsel regarding motion to enforce the automatic stay (.3); review and consideration of status and next steps with respect to same (.4).	0.70
09/13/23	Matt Ferris	Review and analysis of Vrai Nom's letter brief in response to motion to enforce the automatic stay.	0.60
09/14/23	Richard D. Anigian	Review Vrai Nom letter to court regarding stay violation motion (.7); analyze Vrai Nom trades and strategize regarding motion (1.1).	1.80
09/14/23	Matt Ferris	Further review and analysis of letter brief (.4); consideration and development of strategy for responding to same (1.7); multiple calls and emails with BlockFi team regarding same (1.1); review and comment on draft reply (.9).	4.10
09/14/23	Matthew Frankle	Discussion with BlockFi Team regarding Vrai Nom claims.	0.40

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October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning hearing on BlockFi motion to sanction Vrai Nom for stay violations.	0.40
09/14/23	Richard Kanowitz	Review and analyze Vrai Nom brief in opposition to motion to sanction Vrai Nom for stay violations.	0.80
09/14/23	Tom Zavala	Review letter response in opposition to sanctions motion (.8); research and analyze case law, Bankruptcy Rules and Federal Rules of Civil Procedure regarding legal issues and arguments asserted in same (4.3); draft and revise reply to letter response in opposition to sanctions motion (5.0).	10.10
09/15/23	Richard D. Anigian	Strategize and communicate regarding Vrai Nom letter to court and reply to same (.6); draft reply (.8); review additional comments and analyze evidence issue (.5).	1.90
09/15/23	Matt Ferris	Correspond with Vrai Nom's counsel regarding meet and confer.	0.20
09/15/23	Matt Ferris	Review and analysis of legal arguments in Vrai Nom's letter brief, and development of strategy for responding to same (1.6); multiple calls and emails with BlockFi team regarding same (1.7); consideration of evidentiary support for motion to enforce the automatic stay (.8); review and comment on revised draft of reply to letter brief (1.1).	5.20
09/15/23	Matthew Frankle	Analysis of arguments for Vrai Nom litigation and discuss with BlockFi team.	0.80
09/15/23	Matthew Frankle	Follow-up discussion on arguments regarding Vrai Nom response.	0.30
09/15/23	Aimee M. Furness	Begin review of complaint and background documents.	0.60
09/15/23	Richard Kanowitz	Review and analyze BlockFi reply on motion to sanction Vrai Nom for violating the automatic stay.	0.30
09/15/23	Tom Zavala	Draft and revise reply to letter response in opposition to sanctions motion.	3.70
09/16/23	Matt Ferris	Draft revisions to reply to Vrai Nom's letter brief (1.0); multiple calls and emails with BlockFi team regarding same (.7).	1.70
09/16/23	Aimee M. Furness	Review complaint (.4); review Motion (.5); review and comment on draft reply (.6).	1.50
09/16/23	Tom Zavala	Research and analyze additional case law in support of reply to letter brief (2.0); draft and revise reply to letter response in opposition to sanctions motion (2.0); address comments and questions from BlockFi legal team regarding same (1.2).	5.20
09/17/23	Matt Ferris	Review and revise reply to Vrai Nom's letter brief (.8); review and analysis of supplemental legal authorities in support of same (.6).	1.40

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/17/23	Tom Zavala	Review and revise Reply to address BlockFi legal team comments.	1.50
09/18/23	Richard D. Anigian	Strategize regarding Vrai Nom stay violations and reply in support of motion (.4); revise draft reply (.5); communications with BlockFi legal team regarding [REDACTED] (.3); communications with BlockFi legal team regarding hearing on motion (.2).	1.40
09/18/23	Jordan Chavez	Strategize regarding reply to Vrai Nom letter and hearing on same (.3); correspond with debtors' professionals and chambers regarding adjournment and status update (.2).	0.50
09/18/23	Matt Ferris	Further review and analysis of legal issues and arguments related to motion to enforce the automatic stay and Vrai Nom's letter brief in response to same (1.8); multiple calls and emails with BlockFi team regarding same (.9); review and revise reply to letter brief (.7); prepare for and participate in meet and confer call with Vrai Nom's counsel (.3); analyze follow up matters regarding adjournment of hearing on motion to enforce and correspondence regarding same (.6).	4.30
09/18/23	Matthew Frankle	Review revised draft of reply (.5); strategize regarding reply (.5); further review of revisions (.4).	1.40
09/18/23	Richard Kanowitz	Review and analyze BlockFi reply to Vrai Nom brief in opposition to motion to sanction Vrai Nom for stay violations.	0.40
09/18/23	Tom Zavala	Research and analyze additional case law in support of reply (4.0); review BlockFi legal team comments and revise Reply to address same (2.5); discuss certain legal issues to address in Reply with BlockFi legal team (.5); discuss draft Reply with BlockFi legal team, JPLs, UCC, and BlockFi (1.0); draft [REDACTED] and discuss same with BlockFi and BlockFi legal team (.6).	8.60
09/19/23	Matt Ferris	Analyze issues regarding adjournment of hearing on motion to enforce automatic stay (.3); correspond with Vrai Nom's counsel and BlockFi team regarding same (.4); review revised draft of reply (.5).	1.20
09/19/23	Tom Zavala	Research and analyze case law to update Reply to letter response filed by Vrai Nom (1.5); discuss adjournment of hearing on stay violation motion with opposing counsel and BlockFi legal teams (.5); review and revise request for adjournment (.1).	2.10
09/20/23	Matt Ferris	Review and comment on draft of adversary scheduling order (.3); consideration of litigation status and next steps (.3).	0.60
09/20/23	Lauren Sisson	Strategize regarding draft scheduling order.	0.30
09/20/23	Tom Zavala	Review D.N.J. local bankruptcy rules (.3); draft scheduling order including discovery and other pretrial deadlines (.7).	1.00

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09/21/23	Matt Ferris	Review and respond to correspondence regarding litigation status and next steps.	0.40
09/21/23	Tom Zavala	Discuss Vrai Nom strategy with BlockFi legal team (.2); correspond with opposing counsel regarding conference and settlement (.1).	0.30
09/22/23	Matt Ferris	Prepare for (.3) and participate in settlement conference call with Vrai Nom's counsel (.5); correspond with BlockFi team regarding follow up matters from same (.3); consideration of litigation strategy and potential settlement framework (1.0).	2.10
09/22/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning Vrai Nom proposal to resolve motion to sanction Vrai Nom for stay violations.	0.30
09/22/23	Tom Zavala	Discuss scheduling and settlement in conference with Vrai Nom's counsel (.5); confer with BlockFi legal team regarding follow up matters (.3); review and analysis of legal issues related to reply (.8).	1.60
09/25/23	Matt Ferris	Review and respond to correspondence to/from BlockFi team regarding Vrai Nom litigation status and next steps.	0.40
09/25/23	Tom Zavala	Correspond with BlockFi legal and financial teams regarding Vrai Nom's settlement offer and next steps.	0.20
09/26/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and counsel to Vrai Nom concerning financial support for settlement of pending adversary proceeding and motion for sanctions.	0.40
09/26/23	Tom Zavala	Review stay violation motion and address BlockFi legal team comments to same.	0.70
09/27/23	Matt Ferris	Consideration and development of litigation strategy (1.0); review and comment on [REDACTED] (.3); correspond with BlockFi team regarding same and next steps (.4).	1.70
09/27/23	Matthew Frankle	Strategy call regarding status of Vrai Nom litigation.	0.40
09/27/23	Tom Zavala	Draft [REDACTED] (.3); summarize status of litigation for JPLs and Committee (.3); review and analysis of damages model (.5); discuss settlement offer with BlockFi legal team (.3); prepare [REDACTED] (.9).	2.30
09/28/23	Matt Ferris	Review and revise [REDACTED] (.5); consideration of litigation status and next steps (.6); multiple calls and emails with BlockFi team regarding same (.7).	1.80
09/28/23	Matthew Frankle	Review of [REDACTED]	0.30
09/28/23	Charlie M. Jones	Strategize on Vrai Nom settlement negotiations.	0.40

Invoice Number: 21614831
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

October 26, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
09/28/23	Tom Zavala	Revise [REDACTED] [REDACTED]	0.80
09/29/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding litigation status and next steps (.4); correspond with JPL team regarding same (.2); review and revise reply to letter brief (.5); review correspondence with review parties regarding status update (.3); review and analysis of Vrai Nom's answer to complaint (.4); correspond with BlockFi and JPL teams regarding same (.2).	2.00
09/29/23	Tom Zavala	Strategize with BlockFi legal team regarding to Vrai Nom settlement negotiations (.4); discuss open research questions for Reply with BlockFi legal team (.3).	0.70
09/30/23	Matt Ferris	Review and analysis of supplemental authority in support of motion to enforce the automatic stay (.3); consideration and development of litigation strategy (.6); correspond with BlockFi team regarding next steps with respect to same (.2).	1.10
09/30/23	Lauren Sisson	Conduct research in support of reply.	1.90
09/30/23	Tom Zavala	Review Vrai Nom loan agreement (.2); discuss Vrai Nom research with BlockFi legal team (.1).	0.30

Chargeable Hours 88.70

Total Fees \$79,681.50

Adjustment (15% Discount) \$ (11,952.23)

Total Adjusted Fees \$67,729.27

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	2.10	\$1,000.00	\$2,100.00
Charlie M. Jones	0.40	\$1,000.00	\$400.00
Matt Ferris	32.10	\$1,000.00	\$32,100.00
Matthew Frankle	3.60	\$1,150.00	\$4,140.00
Richard D. Anigian	5.10	\$1,200.00	\$6,120.00
Richard Kanowitz	2.60	\$1,400.00	\$3,640.00
Jordan Chavez	0.50	\$775.00	\$387.50
Lauren Sisson	2.20	\$710.00	\$1,562.00
Tom Zavala	39.90	\$730.00	\$29,127.00
Kimberly Morzak	0.20	\$525.00	\$105.00
Total Professional Summary			\$79,681.50

Invoice Number: 21614831
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Total Fees, Expenses and Charges **\$67,729.27**

Total Amount Due **USD \$67,729.27**

HAYNES BOONE

Invoice Number: 21614823
Invoice Date: October 26, 2023
Matter Name: Expenses
Client/Matter Number: 0063320.00033
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through September 30, 2023

Total Fees	\$0.00
Total Expenses	\$10,738.28
Total Fees, Expenses and Charges	\$10,738.28
Total Invoice Balance Due	USD \$10,738.28

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21614823** • Client Number **0063320.00033** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21614823
Matter Name: Expenses
Client/Matter Number: 0063320.00033
Billing Attorney: Alexander Grishman

October 26, 2023
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For Professional Services Through September 30, 2023

Expenses

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
07/31/23	PSE	Marks & Clerk - Professional Service Expense	\$251.15
07/31/23	WIRE	Marks & Clerk - Wire Transfer Fee	\$25.00
08/20/23	FEE	NameCheap, Inc. - Domain Name Renewal Fee for [REDACTED]	\$50.00
08/30/23	FEE	Mark D. Erickson - Filing Fee Expense Filing Fees - Mark Erickson - MDE-Filing Fee-3rd Quarterly Status Report 08-30-23	\$10.50
09/04/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$200.33
09/04/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
09/05/23	DOCR	Capitol Services, Inc. - Document Retrievals	\$97.97
09/08/23	PSC	Pacer Service Center	\$0.10
09/11/23	FEE	Key-Systems GMBH - Filing Fee Expense	\$15.73
09/11/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,402.30
09/11/23	LEX	US LAW REVIEWS AND JOURNALS - DOC ACCESS	\$70.36
09/11/23	LEX	US CASES - DOC ACCESS	\$51.17
09/11/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
09/12/23	LEX	US CASES - DOC ACCESS	\$76.75
09/12/23	LEX	US COURT RULES - DOC ACCESS	\$25.58
09/12/23	PSC	Pacer Service Center	\$4.00
09/12/23	ALS-170	Technical time - Load BF_BK_012 and BF_BK_013 to production database (M0002)	\$325.50
09/13/23	PSC	Pacer Service Center	\$1.20
09/13/23	ALS-170	Technical time - Load three PDFS to database to prepare for productoin (E0002)	\$105.00
09/14/23	ALS-170	Technical time - Prepare documents for production (BlockFi-3AC_JL_PROD002)	\$87.50
09/16/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$275.03
09/16/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$83.15

Invoice Number: 21614823
Matter Name: Expenses
Client/Matter Number: 0063320.00033
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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
09/18/23	LEX	US CASES - DOC ACCESS	\$25.58
09/18/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,402.30
09/19/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
09/19/23	M&E	Richard Kanowitz - Meals and Entertainment Dinner - Richard Kanowitz - Meal prior to court hearing	\$55.92
09/19/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$84.92
09/20/23	TRV	Richard Kanowitz - Travel Expense Car Rental/Fuel Only - Richard Kanowitz - Gas for the court hearing on 9/21/23.	\$43.64
09/20/23	TRV	Richard Kanowitz - Travel Expense Toll - Richard Kanowitz - Tolls for the court hearing on 9/20/23.	\$37.43
09/20/23	HTL	Richard Kanowitz - Hotel Expense Lodging - Richard Kanowitz - Hotel accommodations for the court hearing on 9/20/23.	\$217.93
09/20/23	PSC	Pacer Service Center	\$0.40
09/21/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$145.20
09/21/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$84.92
09/21/23	FedEx	Federal Express Corporation - To: Richard Kanowitz Airbill#: 784056909176 Sender: Richard Kanowitz	\$25.43
09/22/23	PSC	Pacer Service Center	\$3.20
09/25/23	HTL	Richard Kanowitz - Hotel Expense Lodging - Richard Kanowitz - Hotel accommodations during BlockFi court hearing.	\$318.70
09/25/23	PSC	Pacer Service Center	\$0.40
09/26/23	M&E	Richard Kanowitz - Meals and Entertainment Lunch - Richard Kanowitz - Meal during BlockFi court hearing.	\$12.78
09/26/23	TRV	Richard Kanowitz - Toll - Richard Kanowitz - E-Pass expense during BlockFi court hearing.	\$31.73
09/26/23	M&E	Richard Kanowitz - Lunch - Richard Kanowitz - Meal during BlockFi court hearing.	\$7.03
09/26/23	TRV	Richard Kanowitz - Travel Expense Car Rental/Fuel Only - Richard Kanowitz - Gas during BlockFi court hearing.	\$40.02
09/26/23	TRV	Lauren Sisson - Travel Expense Parking - Lauren Sisson - Parking at Trenton courthouse	\$20.00
09/26/23	MLG	Lauren Sisson - Mileage - Lauren Sisson - Travel from: Trenton courthouse - From:: 402 E State St, Trenton, NJ 08608, USA To:: 7 Waldron Lane, Flemington, NJ 08822, USA	\$16.00

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
09/26/23	MLG	Lauren Sisson - Mileage - Lauren Sisson - Travel to: Trenton courthouse - From:: 7 Waldron Lane, Flemington, NJ 08822, USA To:: 402 E State St, Trenton, NJ 08608, USA	\$16.00
09/26/23	ALS-170	Technical time - Prepare PDF export for documents tagged as "Print"	\$52.50
09/27/23	TRV	Richard Kanowitz - Parking - Richard Kanowitz - Parking during Blockfi court hearing.	\$18.00
09/27/23	PSC	Pacer Service Center	\$0.20
09/27/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
09/27/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$770.82
09/28/23	TTH	Veritext Corp. - Transcripts and Tapes of Hearing	\$42.00
09/28/23	PSC	Pacer Service Center	\$14.20
09/28/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$154.80
09/29/23	LEX	US CASES - DOC ACCESS	\$25.58
09/29/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$515.99
09/30/23	LEX	US STATUTORY CODES - DOC ACCESS	\$25.58
09/30/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$2,247.16
Total Expenses			\$10,738.28

Invoice Number: 21614823
Matter Name: Expenses
Client/Matter Number: 0063320.00033
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Expenses Summary

<u>Description</u>	<u>Amount</u>
Lexis	\$300.60
WestLaw	\$8,190.52
Travel Expense	\$190.82
Meals and Entertainment	\$75.73
Hotel Expense	\$536.63
Transcripts and Tapes of Hearing	\$342.00
Filing Fee Expense	\$76.23
Trial prep/Tech time	\$570.50
Document Retrievals	\$97.97
Mileage	\$32.00
Professional Service Expense	\$251.15
Wire Transfer Fee	\$25.00
Pacer Service Center	\$23.70
Federal Express	\$25.43
Total Expenses	\$10,738.28

Total Fees, Expenses and Charges

\$10,738.28

Total Amount Due

USD \$10,738.28